

**COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES**

**RESOLUTIONS OF
KEY TO MARKETS LTD (THE "COMPANY")**

PASSED ON 31 DECEMBER 2021

The following resolutions were duly passed by the requisite majority of the members of the Company in accordance with sections 282 and 283 as applicable, of the Companies Act 2006, on the date aforementioned.

ORDINARY RESOLUTIONS

THAT the Directors be generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 to allot **Ordinary** shares in the Company or grant rights to subscribe for or to convert any security into **294 Ordinary** shares of **£1.00 each** in the Company up to an aggregate nominal amount of **£294.00** provided that this authority shall expire on the date which is five years from the date on which this resolution is passed but so that the Company may, before expiry of the authority, make an offer or agreement which would or might require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after its expiry and the Directors may allot shares or grant rights to subscribe for or convert securities into shares pursuant to such an offer or agreement as if this authority had not expired.

This authority is in addition to and without prejudice to any unexercised authorities previously granted to the Directors and to any allotment of shares or grant of rights to subscribe for or to convert any security into ordinary shares in the Company already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION

THAT the provisions of Section 561 of the Companies Act 2006 shall not apply to the allotment and issue of up to **294 new Ordinary** shares of **£1.00 each** in the capital of the Company provided such allotment shall take place within 12 months of the date of this resolution.