



Company No.: 07370013

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**8POINT8 SUPPORT LIMITED (Company)**

3 May 2022 Circulation Date

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions be passed as Special Resolutions (the **Resolutions**):

**RESOLUTIONS**

1. **THAT** in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £1 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling 5 years after the Circulation Date and specifically the Directors are generally and unconditionally authorised to allot 1 B Ordinary Share of £1 each, such B Ordinary Shares having attached thereto the rights, privileges and conditions set out in the new Articles of Association of the Company to be adopted pursuant to Resolution 4 below.
2. **THAT** in respect of such allotments that all pre-emption rights on the issue of shares, in accordance with section 561 of the Companies Act 2006, (whether contained in statute, the articles of association of the Company or otherwise) be hereby dis-applied.

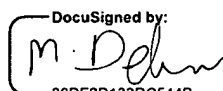
**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, all of those persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

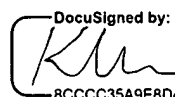
Signed by **MARTIN DEBNAM**

Date 3 May 2022

DocuSigned by:  
  
86DF2D133DC5448...  
Signature

Signed by **KARL MARTIN HAMPSON**

Date 3 May 2022

DocuSigned by:  
  
8CCCC35A9E8D47F...  
Signature

## NOTES

1. You can agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
  - **By Hand:** delivering the signed copy to Nicole Waldron at Andrew Jackson Solicitors LLP, Foss Islands House, Foss Islands Road, York YO31 7UJ.
  - **Post:** returning the signed copy by post to Nicole Waldron at Andrew Jackson Solicitors LLP, Foss Islands House, Foss Islands Road, York YO31 7UJ.
  - **Fax:** faxing the signed copy to 01482 601 295 marked "For the attention of Nicole Waldron".
  - **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [Nicole.waldron@andrewjackson.co.uk](mailto:Nicole.waldron@andrewjackson.co.uk). Please enter "Written Resolutions" in the e-mail subject box.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by the date falling 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.