

Company number 07791056

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

KNEXUS GROUP LIMITED (Company)

Passed on .....29 August 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the following resolutions were duly passed as an ordinary and special resolutions of the Company (as indicated) (the Resolutions):

#### ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the CA 2006, the directors of the Company (Directors) be unconditionally authorised to allot, and to grant any right to subscribe for, and convert any security into, shares in the Company up to an aggregate nominal value of: (i) £50 in such number and at such price as may be determined in accordance with unsecured convertible loan agreements to be executed by the Company on terms to be approved by the board of directors of the Company (CLAs), and (in addition to the authority granted under (i) above), (ii) £24.605, in each case subject always to the condition that this authority shall expire on the expiry of the period of 5 years from the date of passing this resolution (unless varied, revoked or renewed by the Company by shareholder resolution or in general meeting) provided that the Company may before such expiry make an offer or agreement which would or might require such shares to be allotted after such expiry and the directors may allot such shares as if the power hereby conferred had not expired.

#### SPECIAL RESOLUTIONS

2. THAT, all rights of pre-emption whether in terms of the Articles of Association of the Company, the Companies Act 2006 or otherwise be and hereby waived and dis-applied in respect of any allotment of, and the grant of any right to subscribe for, and conversion of any security into, shares made pursuant to resolution 1 above.
3. THAT the draft articles of association attached to these Resolutions (the "New Articles") be and they are adopted by the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

DocuSigned by:  
  
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Director

## SCHEDULE – NEW ARTICLES OF ASSOCIATION