Company Number: 08106661

Notice of Resolutions

of

PHYSITRACK PLC (the 'Company')

Passed 3 May 2023



At the Annual General Meeting of the Company duly convened and held on Wednesday 3 May 2023 at the offices of Baker & McKenzie, 100 New Bridge Street, London EC4V 6JA the following resolutions were duly passed:

Ordinary Resolution

9. That the Directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006, in substitution for all existing authorities, to exercise all the powers of the Company to allot 1,626.077 Ordinary Shares of £0.001 each in the capital of the Company ("Ordinary Shares"), and to grant rights to subscribe for or to convert any security into Ordinary Shares for any purpose, up to a maximum aggregate nominal amount of £1,626.08 (being 10% of the Company's issued share capital) such authority to apply until the end of next year's annual general meeting (or, if earlier, until the close of business on 31 May 2024) but, in each case, during this period the Company may make offers and enter into agreements which would, or might, require Ordinary Shares to be allotted or rights to subscribe for or convert securities into Ordinary Shares to subscribe for or convert securities into Ordinary Shares under any such offer or agreement as if the authority had not ended.

Special Resolutions

- 10. That, subject to the passing of Resolution 9, the Directors be empowered pursuant to section 570 Companies Act 2006 to allot equity securities (within the meaning of section 560(1) Companies Act 2006) of the Company for cash pursuant to the authority conferred by Resolution 9 as if section 561 Companies Act 2006 did not apply to the allotment, such power to expire at the end of next year's annual general meeting (or, if earlier, until the close of business on 31 May 2024) unless renewed, varied or revoked by the Company prior to such a date.
- 11. That the Company be and is hereby generally and unconditionally authorised in accordance with section 701 of the Act to make market purchases (within the meaning of section 693 of the Act) of its Ordinary Shares, provided that:
 - a) the maximum number of Ordinary Shares authorised to be purchased shall be 1,626.077 (representing 10% of the Company's issued Ordinary Share capital at the date of this notice of Annual General Meeting);
 - b) the minimum price (exclusive of any expenses) which may be paid for an Ordinary Share is £0.001;
 - c) the maximum price (exclusive of expenses) which may be paid for each Ordinary Share must not be more than the higher of (i) an amount equal to five per cent above the market value of an Ordinary Share for the five business days immediately preceding the day on which that share is contracted to be purchased; and (ii) an amount equal to the higher of the price of the last independent trade and the highest current independent bid on the trading venue where the purchase is carried out, in each case exclusive of expenses;
 - d) the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company to be held after the date of the passing of this resolution or, if earlier, on the expiry of 15 months from the passing of this resolution, unless such authority is renewed to such time; and

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e) the Company may make a contract to purchase Ordinary Shares under the authority, which will or may be executed wholly or partly after the expiration of such authority and may make a purchase of Ordinary Shares pursuant to any such contract.