

Company Number: 08112962

Private Company Limited by Shares

Written Resolutions

SUREPULSE MEDICAL LIMITED (the “Company”)

Passed on23 May..... 2023

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (“CA 2006”), the following written resolutions were passed as an ordinary resolution and subsequently a special resolution on the above date.

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the CA 2006, the Directors of the Company be unconditionally authorised to allot 3001 C Ordinary shares of £1.00 each in the capital of the Company having the rights and subject to the restrictions set out in the articles of association of the Company. Unless renewed, varied or revoked by the Company, this authority shall expire on the date which falls one year from the date the Resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

SPECIAL RESOLUTIONS

2. THAT, subject to the passing of Resolution 1 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 1, as if section 561 (1) of the CA 2006 and article 30 of the Company’s articles of association did not apply to any such allotment, provided that this power shall:
 - 2.1. be limited to the allotment of equity securities up to an aggregate nominal amount of £3,001.00 in the form of 3001 C Ordinary shares of £1.00 each; and
 - 2.2. expire on the date which falls one year from the date the Resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this Resolution has expired.
3. THAT, the draft regulations attached to this special resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

DocuSigned by:

James Carpenter

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Director