

Company number: 08265501

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THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS OF
RESPOKE LIMITED

On 12 May 2022, the following resolutions were passed by the Company in accordance with Chapter 2 of Part 13 of the Companies Act 2006 (the "**Resolutions**").

ORDINARY RESOLUTION

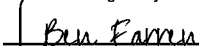
1. **THAT**, the directors be generally and unconditionally authorised for the purposes of section 551 of the 2006 Act to exercise all the powers of the Company to allot shares in the capital of the Company or to grant rights to subscribe for or to convert any security into shares in the Company up to a maximum aggregate nominal amount of £55.315, which shall be comprised of (i) up to 352,522 B Ordinary Shares of £0.0001 each, (ii) up to 57,431 D3 Ordinary Shares of £0.0001 each and (iii) up to 143,197 D4 Ordinary Shares of £0.0001 each, provided that:
 - (a) the authority granted under this resolution shall expire five years after the passing of this resolution; and
 - (b) the Company may, before such expiry under paragraph (a) above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all subsisting authorities.

SPECIAL RESOLUTION

2. **THAT**, the articles of association attached to these Resolutions in the Appendix for the purpose of identification (the "**New Articles**") be adopted as the articles of association of the Company in substitution for, and to the exclusion of all existing articles of association of the Company.

Certified correct by:

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Director of Respoke Limited