

TravelNest Limited (the “Company”)

Registered in England No. 09141571

Companies Acts

Written Record of Members’ Written Resolution

Circulation Date: 18 July 2023

On 18 July 2023, the following resolutions were duly passed by the members of the Company entitled to attend and vote at a general meeting of the Company:-

ORDINARY RESOLUTION

1. THAT, a new class of shares be created, being the A-3 preferred ordinary shares of £0.001 each in the share capital of the Company, with the rights and privileges set out in the new articles of association of the Company to be adopted pursuant to Resolution (5) below.
2. THAT, a new class of shares be created, being the A-4 preferred ordinary shares of £0.001 each in the share capital of the Company, with the rights and privileges set out in the new articles of association of the Company to be adopted pursuant to Resolution (5) below.
3. THAT, in accordance with section 551 of the Companies Act 2006 and subject to the passing of Resolutions (2), (4) and (5), the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 476,428 A-4 preferred ordinary shares of £0.001 each in the share capital of the Company having the rights and subject to the restrictions set out in the new articles of association of the Company to be adopted pursuant to Resolution (5) below; declaring that this authority shall (unless renewed, varied or revoked by the Company) expire on the date which is five years from the date this 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 that offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all previous authorities conferred on the directors in accordance with section 551 of the Act.

SPECIAL RESOLUTION

4. THAT, all rights of pre-emption whether in terms of the articles of association of the Company, the new articles of association of the Company to be adopted pursuant to Resolution (5) below, the Companies Act 2006 or otherwise be and are hereby waived and disappplied in respect of any allotment of shares made pursuant to Resolution (3) above.

EXECUTION VERSION

5. THAT the document attached be adopted as the new articles of association of the Company, in place of and to the exclusion of all other previous articles of association of the Company.

AUTHORISED SIGNATORY
FOR AND ON BEHALF OF
TRAVELNEST LIMITED

Dated