

Company number 09370977

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION**

of

VERIFLY HOLDINGS LIMITED (the "Company")

Passed on 24 February 2022

In accordance with the provisions of sections 288 to 300 of the Companies Act 2006 (the "**Act**"), the following written resolution passed as a special resolution of the members of the Company.

SPECIAL RESOLUTIONS

1. **THAT**, subject to the passing of Resolution 3 below, 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 the pre-emption provisions in the New Articles did not apply to any such allotment.
2. **THAT**, the draft articles of association attached to this resolution be adopted as the new articles of association of the Company (the "New Articles") in substitution for, and to the exclusion of, the existing articles of association of the Company.

DocuSigned by:

Jay Bregman

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Director