

**Company No: 09400404**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**RUSHLIFT HOLDINGS LIMITED (the "Company")**

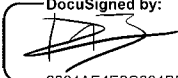
**Passed the       day of 12/12/       2022**

By a written resolution agreed to in accordance with Chapter 2 of Part 13 of the Companies Act 2006 by or on behalf of the required number of the members of the Company who, at the date of circulating the resolution, were entitled to vote on the resolution the following resolutions of the Company were duly passed:

**ORDINARY RESOLUTION**

1. **THAT**, the directors are authorised by this resolution and by section 550 Companies Act 2006 to allot ordinary shares in the Company and to grant rights to subscribe for, or to convert any security into, such shares in the Company.
2. **THAT**, subject to and conditional on the passing of the resolution listed above, the aggregate sum of £28,555,654.50 (being the total amount comprising of £171,440.25 standing to the credit of the Company's capital reserve and £28,384,214.25 of the £28,384,214.69 standing to the credit of the Company's other non-distributable reserves) be and is hereby capitalised and appropriated as capital to the sole member of the Company as appearing in the register of members as at the close of business on the date of this resolution and that the directors be and are hereby authorised to apply such sum in paying up in full 57,111,309 A ordinary shares of £0.50 each in the capital of the Company and to allot and issue such new shares, credited as fully paid up, to the sole member of the Company.

Signed

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Director

Dated: 12 December    2022