

**Company No. 09498568**

**Genesis Global Technology Limited (the "Company")**

**Written resolutions of the Directors of the Company ("Directors") passed in accordance with the articles of association of the Company (the "Articles") and the Companies Act 2006 (the "Act") (the "Resolutions").**

**Date: 07 February 2023**

**1. Background**

The Directors of the Company are required to consider, and if thought fit, to confirm, ratify and approve the signing of the Company's Annual Report and Consolidated Financial Statements for the year ended 31<sup>st</sup> December 2021, including the directors' report, and the Independent Auditor's report prepared by BDO LLP ("**Auditor**"), for the purposes of the Act (together referred to as the "**2021 Annual Accounts**").

**2. Disclosure of Directors' interests & Directors' duties**

2.1 It is noted that, pursuant to section 177 of the Act and the Company's articles of association, the Directors have no interests to be declared in respect of the business to be considered by these resolutions.

2.2 It is noted that, among their duties, a director of a company is required by statute to act in a way such director considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, having regard, among other things, to the matters listed in section 172(1) of the Act.

**3. Documents:**

The documents attached to these resolutions that were considered are:

3.1 The 2021 Annual Accounts; and

3.2 A letter of representation provided by the Directors to the Company's Auditor in connection with the 2021 Annual Accounts (the "**Letter of Representation**");

(together referred to as the "**Documents**").

**4. Consideration of the Documents**

4.1 It was noted that for the financial year ended 31 December 2021:

- (a) the Directors have worked with and instructed the Auditors to prepare the 2021 Annual Accounts in accordance with the requirements of the Act and United Kingdom Generally Accepted Accounting Practice; and




- (b) the Directors are satisfied with the Documents and Directors' representations therein, as well as that the 2021 Annual Accounts give a true and fair view of the assets, liabilities, financial position and profit or loss of the Company.


## 5. Resolutions


5.1 It is acknowledged by the signing of these Resolutions that each of the Directors of the Company are in receipt of a copy of the final form Documents and have had the opportunity to review and consider the terms of the Documents.

5.2 Having considered the above matters in light of the Director's duties and after due and careful consideration, **IT IS RESOLVED THAT:**


- (a) The 2021 Annual Accounts be and are hereby approved, and the signing of the Documents by Stephen Murphy be and is hereby confirmed, approved and ratified;
- (b) No final dividend be paid for the year ended 31 December 2021;
- (c) All necessary and appropriate entries in the books and registers of the Company be and are hereby approved;
- (d) The Company is hereby authorised to arrange for a signed copy of the 2021 Annual Accounts to be delivered to the Register of Companies; and
- (e) The Company is hereby authorised to arrange for copies of the 2021 Annual Accounts to be circulated to those persons entitled thereto in accordance with the provisions of the Act.

DocuSigned by:  
  
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**Mark Beeston**

DocuSigned by:  
  
AC8AAD17E1PA48C.....  
**Andrei Brasoveanu**

DocuSigned by:  
  
DAC46D96FF44C8.....  
**James Harrison**

DocuSigned by:  
  
5F6782A3F10E42B.....  
**Stephen Murphy**

DocuSigned by:  
  
595277AB161C49E.....  
**Nick Ogurtsov**