

Company No. 09571824

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

CAPITALRISE FINANCE LIMITED (the “Company”)

The following resolutions were duly passed by the Company as ordinary resolutions on 15 December 2023.

ORDINARY RESOLUTIONS

1. THAT, in accordance with section 551 of the Act, the directors of the Company (the “Directors”) be generally and unconditionally authorised to allot and issue shares in the capital of the Company (“Shares”) or grant rights to subscribe for or to convert any security into Shares (“Rights”) up to an aggregate nominal amount of £0.55, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 January 2024, save that the Company may, before such expiry, make an offer or agreement which would or might require Shares to be allotted and issued (including the subsequent allotment and issue of Shares upon the exercise of any Rights granted pursuant to this authority) or Rights to be granted and the Directors may allot and issue Shares (including the subsequent allotment and issue of Shares upon the exercise of any Rights granted pursuant to this authority) or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all unexercised authorities previously granted to the Directors and without prejudice to any allotment or issue of Shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

2. THAT, in accordance with article 15.2 of the articles of association of the Company in force as at the date hereof (the “Articles”), the holders of at least 50% of the Equity Shares (as defined in the Articles), hereby irrevocably and unconditionally agree to the grant, allotment and issue of New Securities (as defined in the Articles) pursuant to the authority granted by resolution 1 above without the Company or the Directors being required to have regard to articles 15.2 to 15.5 (inclusive) of the Articles and otherwise without the Company or the Directors being required to have regard to any rights or restrictions, including all rights of pre-emption and any other requirements for any consents (other than Investor Majority Consent (as defined in the Articles)) to which the shareholders of the Company may be entitled whether arising under the Company’s Articles or otherwise and any such rights or restrictions be hereby waived or otherwise disapplied in respect of the grant, allotment and issue of New Securities pursuant to the authority granted by resolution 1 above.

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Umarany Somasundara Rajali

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Director