

Company number: 09965916

The Companies Act 2006
Private Company Limited by Shares
Written Resolutions
of
Tea Venture Limited
(Company)

On 9 November 2020, the following resolutions (**Resolutions**, and each a **Resolution**) were passed as an ordinary resolution and special resolution (as applicable) by the members of the Company entitled to vote thereon:

Ordinary Resolution

1. That, in accordance with section 551 of the Act, the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the capital of the Company in connection with the conversion of loans made pursuant to the terms of a convertible loan agreement entered into between (1) the Company, (2) UK FF Nominees Limited and (3) The North East (ERDF) Venture Capital Limited Partnership on the date of these Resolutions (**Convertible Loan Agreement**), up to a maximum nominal amount of £0.756, provided that this authority shall, unless renewed, varied or revoked by the Company expire on the date being five years from the date of this Resolution. This authority is in addition, and without prejudice, to all previous authorities conferred on the Directors in accordance with section 551 of the Act.

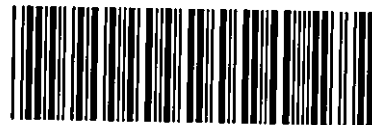
Special Resolution

2. That, subject to the passing of Resolution 1 above, the pre-emption rights set out in article 13 (*Allotment of new shares or other securities: pre-emption*) of the articles of association of the Company, or otherwise, shall be unconditionally and irrevocably disapplied and waived in respect of the allotment of equity securities pursuant to the terms of the Convertible Loan Agreement.



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Director

WEDNESDAY



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25/11/2020

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COMPANIES HOUSE