

Registered Number: 10804708

**HAZY LIMITED**  
**(the “Company”)**

**PRIVATE COMPANY LIMITED BY SHARES**

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**SHAREHOLDERS’ WRITTEN RESOLUTIONS**

CIRCULATED ON 2 November 2021  
PURSUANT TO CHAPTER 2  
OF PART 13 OF THE COMPANIES ACT 2006

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On 18 November 2021 the following resolutions were passed by the Company, in the case of resolution 1, as an ordinary resolution and, in the case of resolution 2, as a special resolution in accordance with Chapter 2 of Part 13 of the Companies Act 2006.

In the following resolutions “Safe” means the simple agreement for future equity to be entered into between (1) the Company, and (2) Wells Fargo Startup Accelerator, LLC on or around the date of these resolutions, and, unless the context otherwise requires, any capitalised terms that are not otherwise defined in the following resolutions shall have the meaning given to them in the Safe.

**ORDINARY RESOLUTION**

3. THAT the directors shall be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise all the powers of the Company to: (i) grant to the Investor the right to convert the Purchase Amount advanced by the Investor pursuant to the Safe into shares in the Company in accordance with the terms of the Safe, and (ii) allot and issue any shares of any class in the capital of the Company that may be required to be allotted and issued by the Company to the Investor (or its successors or assignees) pursuant to the Safe, provided that the aggregate nominal amount of shares that may be allotted (or in respect of which rights may be granted) pursuant to this authority shall be no greater than £108.

This authority will expire (save where the Company has revoked it by Ordinary Resolution, varied it or renewed it) on the expiry of the period of five years from the date of the passing of this resolution, but the Company may before this authority expires make an offer or agreement which would or might require shares to be allotted after this authority expires and the directors may allot shares pursuant to such offer or agreement as if this authority had not expired. For the avoidance of doubt, this authority shall be in addition to any other existing authorities previously granted to the directors.

## SPECIAL RESOLUTION

4. THAT subject to the passing of resolution 1, the pre-emption rights contained in Article 14.2 of the Company's articles of association, and any other pre-emption or similar rights applicable pursuant to the Company's articles of association, any shareholders' or similar agreement relating to the Company or otherwise (including under any applicable laws), be hereby waived and dis-applied in respect of the allotment of or the grant of rights to subscribe for or convert any securities into shares in the Company pursuant to the authority granted under resolution 1 above up to an aggregate nominal amount of £108 prior to the date which falls on the expiry of the period of five years from the date of the passing of this resolution, save that the Company may before the expiry of such date make an offer or agreement which would or might require shares to be allotted after the expiry of such date and the directors may allot shares in pursuance of such offer or agreement as if this authority had not expired.

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Director