

Company Number 11013282
Private Company Limited by Shares

WRITTEN RESOLUTIONS of
ESG IMPACT LIMITED (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**"), the following resolutions ("**Resolutions**") were circulated and passed as ordinary or special Resolutions of the Company on 29 December 2023.

ORDINARY RESOLUTIONS

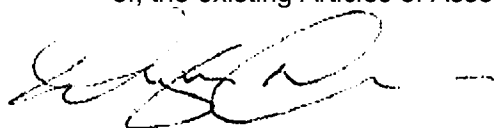
1 Authority To Allot Shares

- 1.1 THAT, in accordance with the provisions of section 550 of CA 2006, the directors be generally and unconditionally authorised to exercise any power of the Company to allot and issue up to 312 ordinary shares of £0.001 nominal value each in the share capital of the Company (to a total aggregate nominal value of £1.342) having the rights and subject to the restrictions set out in the Articles of Association of the Company (and therein stated that any such allotment and issue may be made as if section 561 of CA 2006 (shareholders' rights of pre-emption, if any) did not apply), provided that this authority and power shall expire on the day before the fifth anniversary of the date of the passing of this Resolution, save that the Company may before the expiry of such period make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

SPECIAL RESOLUTIONS

2 Adoption Of New Articles

THAT, the Articles of Association attached to these Resolutions be adopted with immediate effect as the Articles of Association of the Company, in substitution for, and to the exclusion of, the existing Articles of Association of the Company.



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Director, ESG Impact Limited