

Company No. 11046159

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

ADAPTTECH LIMITED

(Passed on 11 March 2022)

The following resolutions were duly passed as written resolutions pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**") on 11 March 2022 by the requisite members of the Company, in the case of (A) as an ordinary resolution, and in the case of (B) as a special resolution:


(A) Ordinary Resolution

- A. THAT, in addition to any authorisation provided by resolutions passed on 12th March 2021 and 22nd December 2021, the directors are generally and unconditionally authorised in accordance with section 551 of the CA 2006 and in substitution for any other existing authority conferred on them to exercise all the powers of the Company to allot shares and/or grant rights to subscribe for, or to convert any security into, any shares ("**Rights**") up to an aggregate nominal amount of **£0.717** in respect of the issue of warrants to subscribe for up to **717 B Ordinary Shares of £0.001 each** for a period of 5 years from the date of this resolution, save that in accordance with section 551(7) of the CA 2006 the Company may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the directors may allot shares or grant Rights pursuant to such offer or agreement as if this authority had not expired.

(B) Special Resolution

- B. THAT, the pre-emption rights contained in Article 3.2 of the articles of association be hereby waived and dis-applied in respect of the allotment of shares or grant of Rights as set out in Ordinary Resolution (A) within a period of 5 years from the date of this resolution, save that the Company may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or Rights to be granted after the expiry of such period and the Board may allot shares or grant Rights pursuant to such offer or agreement as if this authority had not expired.

DocuSigned by:



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Director