

**Company number: 11145951**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**- of -**

**NAITIVE TECHNOLOGIES LIMITED**

**(the "Company")**

Passed on: 14 May 2021

The following resolutions were duly passed as ordinary and special resolutions by way of written resolutions under chapter 2 of part 13 of the Companies Act 2006 (the "**Act**")

**ORDINARY RESOLUTIONS**

1. **THAT** to the extent permissible by law, the execution of each the advanced subscription agreements by the Company on 6 May 2021 be and is hereby ratified.
2. **THAT** subject to the passing of resolution 3 below, the directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company to allot shares in the capital of the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum nominal amount of £10.68, provided that:
  - 2.1. the authority granted under this resolution shall expire five years after the passing of this resolution; and
  - 2.2. the Company may, before such expiry under paragraph 2.1 above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for

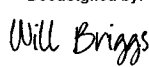
or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all subsisting authorities to the extent unused.

### **SPECIAL RESOLUTIONS**

3. **THAT** the articles of association contained in the document attached to these written resolutions be approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association ("**New Articles**").
4. **THAT**, subject to the passing of resolution 3 above, all and any rights of pre-emption arising under the New Articles of the Company, the Act or otherwise, be and hereby are waived in respect of the issue and allotment of shares and other securities in the capital of the Company as set out in resolution 2 above.

Signed by **NAITIVE TECHNOLOGIES LIMITED**, acting by Will Briggs, a director

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