

**Company No. 11473734**

**RECORD OF WRITTEN RESOLUTIONS**

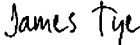
**Broadleaf Topco Limited**

**(the "Company")**

Record of written resolutions agreed to in accordance with Chapter 2, Part 13 of the Companies Act 2006 which has effect as if passed by the Company in General Meeting.

It is recorded that:

1. The written resolutions (the "**resolutions**"), a copy of which are attached, were passed by or on behalf of the members of the Company who, at the date of the circulation of the resolutions, were entitled to attend and vote at a General Meeting of the Company.
2. The resolutions were signed by or on behalf of the last member on 27 September 2021

DocuSigned by:  
  
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Director

**Company No. 11473734**

**THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**BROADLEAF TOPCO LIMITED**

**(Effective 27 September 2021)**

The following resolutions were duly agreed to by the members of the Company in accordance with Chapter 2, Part 13 of the Companies Act 2006 as a special resolution (in the case of resolution 1) and ordinary resolutions (in the case of resolutions 2 and 3) with effect from 27 September 2021.

**SPECIAL RESOLUTION**

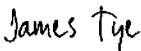
1. **THAT**, subject to the passing of Resolution 2 below, the Directors be and are hereby empowered, in accordance with section 570 of the Act, to allot equity securities (as defined in sub-section (1) of section 560 of the Act), pursuant to the authority conferred on them to allot relevant securities (as defined in section 551 of the Act) by Resolution 3 below, up to a maximum nominal value of £5,200,000, as if sub-section (1) of section 561 of the Act did not apply to any such allotment.

**ORDINARY RESOLUTIONS**

2. **THAT**, the Directors be authorised to capitalise £5,200,000 standing to the credit of the share based payment reserve, such capitalised sum to be applied in paying up new shares in the issued share capital of the Company to be allotted credited as fully paid to such persons as the Directors may direct.
3. **THAT**, subject to the passing of Resolutions 1 and 2 above, the issued share capital of the Company be increased by the creation, allotment and issue of up to 5,200,000,000 A1 ordinary shares of £0.001 each, having the rights and being subject to the conditions set out in the Articles and **THAT** for the purposes of section 551 of the Act:
  - 3.1 the Directors be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot or to grant rights to subscribe for or to convert any security in shares in the Company in 5,200,000,000 A1 ordinary shares of £0.001 each up to a maximum nominal amount of £5,200,000 to such persons and at such times and on such terms as they think proper during the period expiring at the end of five years from the date of the passing of this Resolution; and
  - 3.2 the Company be and is hereby authorised to make, prior to the expiry of such period, any offer or agreement which would or might require relevant securities to be allotted after the expiry of the said period and the Directors may allot any

such shares and grant any such subscription and conversion rights referred to in Resolution 3.1 above in pursuance of any such offer or agreement, notwithstanding the expiry of the authority given by this Resolution in accordance with the provisions of section 551(7)(b) of the Act,

so that all previous authorities of the Directors pursuant to the said section 551 of the Act be and are hereby revoked.

DocuSigned by:  
  
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Director