

Company number: 11725899

Filing Copy

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
NET PURPOSE LTD (the "Company")

Passed on 2 August 2022

The following resolutions were duly passed as ordinary and special resolutions, as indicated, on 2 August 2022 by way of written resolutions under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

1. THAT, subject to the passing of Resolutions 2 and 3, the directors be generally and unconditionally authorised for the purposes of section 551 of the 2006 Act to exercise all the powers of the Company to issue and allot:
 - a) Series A Ordinary Shares of £0.0001 each in the capital of the Company up to a maximum aggregate nominal amount of £1.2469;
 - b) Series A1 Preferred Shares of £0.0001 each in the capital of the Company up to a maximum aggregate nominal amount of £17.3006;
 - c) Series A2 Preferred Shares of £0.0001 each in the capital of the Company up to a maximum aggregate nominal amount of £110.61; and
 - d) and to grant rights to subscribe for or to convert any security into Ordinary Shares of £0.0001 each in the capital of the Company up to a maximum aggregate nominal amount of £20.63,

provided that the authority granted under this Resolution shall expire five years after the passing of this Resolution; and the Company may, before such expiry, 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 any such offer or agreement as if the power conferred by this Resolution had not expired. This authority is in addition to any authorities contained in the Company's articles of association, but otherwise this authority revokes and replaces all unexercised authorities previously granted to the directors.

Company number: 11725899

SPECIAL RESOLUTIONS

2. THAT, subject to the passing of Resolution 1, any and all pre-emption rights to which the shareholders of the Company may be entitled, howsoever arising (including but not limited to under the Company's articles of association from time to time or the 2006 Act) in respect of the allotment and issue of shares made by the directors pursuant to the authority conferred upon them by Resolution 1 be and hereby are waived or otherwise disapplied.
3. THAT, the articles of association attached to these Resolutions for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of all existing articles of association of the Company.

Certified correct by:

Samantha Duncan

.....
Director for and on behalf of NET PURPOSE LTD