

Company number: 12628399

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

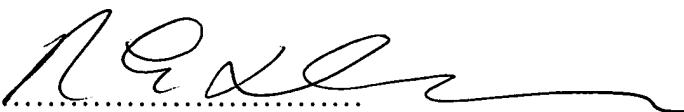
of

THE PORTFOLIO PLATFORM LTD (the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 and the Articles of Association of the Company, the following resolution was duly passed as a special resolution of the Company on 20 March 2023:

Special Resolution

**Dis-application of pre-emption rights.** That, in accordance with section 570 of the Companies Act 2006, the Directors be generally empowered to allot equity securities (as defined by section 560 of the Companies Act 2006) pursuant to the authority conferred by the Articles of Association of the Company or the resolution above (as applicable), as if section 561 of the Companies Act 2006 did not apply to any such allotment provided that this power: (i) shall be limited to a maximum nominal amount of £90 and (ii) shall expire 6 months from the date this resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date

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**Roger Davies**

(Person Authorised)

