

Company No. 12909887

The Companies Act 2006
A Private Company Limited By Shares
Written Resolutions
of
LEVELLR LTD
(the "Company")

The following resolutions were duly passed on 15 July 2021 by way of written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**");

ORDINARY RESOLUTION:

1 Authority to allot

THAT, in accordance with section 551 of the Act, the Directors be and are generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £90, provided that such authority shall, unless renewed, varied or revoked by the Company, expire on the date that is five years after the passing of this resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTION:

2 Disapplication of pre-emption rights

THAT, subject to the passing of resolution 1 above and in accordance with section 570 of the Act and the articles of association of the Company (the "**Articles**"), the Directors be generally authorised to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if all and any rights of pre-emption over such equity securities, including, but not limited to, section 561(1) of the Act and the Articles, did not apply to any such allotment, provided that this power shall:

- (a) be limited to the allotment of equity securities up to an aggregate nominal value of £90; and
- (b) expire on the date that is five years after the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that 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 notwithstanding that the power conferred by this resolution has expired.

T. Gayner

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Director

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