

Company No. 13018650

## Written Resolution of Dorway Ltd (the "Company")

Circulation Date: June 17<sup>th</sup> 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), it is proposed that the following Resolutions (the "**Resolutions**") be passed:

### Ordinary Resolution

1. **THAT** 40,325 ordinary shares of £0.01 each in the capital of the Company registered in the name of Henry Sinclair be and are hereby re-designated as 40,325 deferred shares of £0.01 each in the capital of the Company, such deferred shares having the rights and being subject to the restrictions as set out in the articles of association of the Company.

### Special Resolution

1. **THAT** the directors of the Company are generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company provided that:
  - (a) the maximum nominal amount of shares that may be allotted under this authorisation is £436.84 and for this purpose shares allotted pursuant to rights to subscribe or convert granted under this authorisation are treated as shares allotted under it; and
  - (b) this authorisation shall, unless previously revoked by the Company, expire on the fifth anniversary of its passing, save that the Company may, at any time before such expiry, make offers or enter into agreements which would or might require shares to be allotted (or rights to be granted) after such expiry and the directors of the Company may allot shares (or grant rights) in pursuance of any such offer or agreement as if this authorisation had not expired,

and this authorisation is in addition to all subsisting authorisations for the purposes of section 551 of the Companies Act 2006.

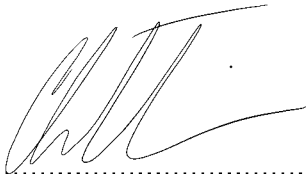
2. **THAT** the Directors be generally empowered to allot and issue the Ordinary Shares as if the rights of pre-emption conferred by section 561 of the Companies Act 2006 and contained in any agreement entered into by the Company and its members did not apply.

### AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

We, the undersigned, being persons entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions:

Signature:



.....  
Name: CHASE TECIMER

Signature:



.....  
Name: Hugh Fraser

## NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to 56 Queen Anne Street, Suite 3, Marylebone, London England W1G 8LA
- **Post:** returning the signed copy by post to 56 Queen Anne Street, Suite 3, Marylebone, London England W1G 8LA
- **By Email:** to [hugh@doorway.io](mailto:hugh@doorway.io) .

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3. Where by 28 days after the circulation date insufficient agreement has been received for the Resolutions to pass, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.