

Company number: 13273435

PRIVATE COMPANY LIMITED BY SHARES

PRINT OF WRITTEN RESOLUTIONS

OF

SIMSAGE GROUP LIMITED
(the “Company”)

PASSED ON 15 FEBRUARY 2022

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 (the “Act”), the following resolutions were duly passed as ordinary and special resolutions on 15 February 2022 by way of written resolution.

ORDINARY RESOLUTION

1. THAT, subject to the passing of Resolution 2, the directors of the Company be and hereby are generally and unconditionally authorised in accordance with section 551 of the CA 2006 to exercise all the powers of the Company to allot shares, and/or grant rights to subscribe for or to convert any security into any shares (“Rights”), up to an aggregate nominal amount of £46,798, provided that the above authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the Circulation Date, save that in accordance with section 551(7) of the CA 2006 the Company may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the directors may allot shares or grant Rights pursuant to such offer or agreement as if this authority had not expired.

SPECIAL RESOLUTION

2. THAT, in accordance with article 13.2 of the Articles, any and all rights of pre-emption to which shareholders of the Company may be entitled, howsoever arising (including, without limitation, the pre-emption rights conferred by article 13.2 of the Articles), in respect of any allotment and issuance of shares in the capital of the Company, or any grant of Rights, pursuant to the authority conferred by Resolution 1 be and hereby are unconditionally and irrevocably waived or otherwise disappplied.

DocuSigned by:

Christopher Sean Wilson

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Director