



Company number: 13562361

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

BYTESNAP HOLDINGS LIMITED

On 21 day of October 2021 the following resolution was duly passed as a special resolution.

**SPECIAL RESOLUTION**

That the Articles of Association of the Company be amended:

- (i) by the addition of the following new definitions in article 2.1:

*"A Ordinary Shares" means the A ordinary shares of £1 each in the capital of the Company*

*"B Ordinary Shares" means the B ordinary shares of £1 each in the capital of the Company*

*"BSD" means Bytesnap Design Limited, the company with registered number 06473223"*

*"Versinetic" means Versinetic Limited, the company with registered number 12189362"*

- (ii) by the deletion of the existing article 13 and replacing it with the following new article 13:

***"Dividends and return on capital***

13.1 *Except as otherwise provided in these Articles, the A Ordinary Shares and B Ordinary Shares shall rank pari passu in all respects but shall constitute separate classes of shares.*

13.2 *On a return of assets on liquidation, capital reduction, sale or otherwise, the assets of the Company remaining after payment of its liabilities shall be applied (to the extent that the Company is lawfully able to do so) as follows:*

- (iii) *the A Ordinary Shares shall be entitled to a share of the proceeds equal to the value of Versinetic only (and excluding any value attributable to the Company and BSD otherwise); and*
- (iv) *the B Ordinary Shares shall be entitled to a share of the proceeds equal to the value of the Company and BSD but excluding any value attributable to Versinetic otherwise;*

*and where value shall be as determined by the appointed accountants of the Company at the relevant time whose decision shall be binding in the event of disagreement on value between the shareholders.*

- 13.3 *The A Ordinary Shares shall be entitled to a share of any dividend lawfully declared equal to the pro-rata value of Versinetic only (and excluding any value attributable to the Company and BSD otherwise), where value shall be as determined by the appointed accountants of the Company at the relevant time whose decision shall be binding in the event of disagreement on value between the shareholders.*
- 13.4 *The B Ordinary Shares shall be entitled to a share of any dividend lawfully declared equal to the value of the Company and BSD (but excluding any value attributable to Versinetic otherwise), where value shall be as determined by the appointed accountants of the Company at the relevant time whose decision shall be binding in the event of disagreement on value between the shareholders."*

DocuSigned by:  
*Dunstan Power*  
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**Chairman**