

**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER**

of

**ROXBI CAPITAL LIMITED**

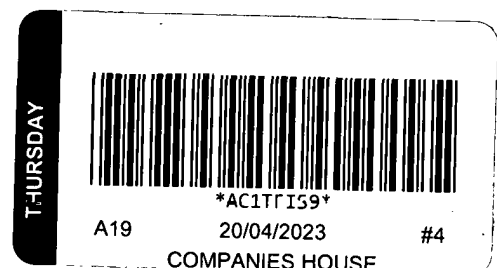
(the "**Company**")

9<sup>th</sup> March 2023

The undersigned, being the person, for the time being, entitled to receive notice of and to attend and vote at a general meeting of the Company, hereby indicates his irrevocable agreement to the following special resolutions (as indicated below) (the "**Resolutions**"), and hereby resolves that the following Resolutions shall for all purposes be valid and effective as if the same had been passed as written resolutions proposed by the directors of the Company to be passed as special resolutions pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**").

**SPECIAL RESOLUTIONS**

1. **THAT** the draft articles of association in the form attached at the Appendix be adopted as the Articles of the Company in substitution for, and to the exclusion of, the existing articles of the Company.
2. **THAT** in accordance with s.569 of the Act the directors are given power to allot equity securities (as defined in s.560 the Act) of the Company as if s.561(1) of the Act did not apply to any such allotment provided that this power shall (a) be limited to the allotment of ordinary shares of £1.00 each in the capital of the company up to an aggregate nominal value of £360,000 (the "**Shares**"), and (b) expire five years from the date the Resolutions are passed (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 the Shares to be allotted or rights to be granted, and the directors may allot the Shares or grant rights in pursuance of such offer or agreement, notwithstanding that the authority conferred by this Resolution has expired.



## **AGREEMENT**

The undersigned, being all persons entitled to vote on the Resolutions on the date hereof, hereby unanimously irrevocably agree to the Resolutions.

Signed by:

A handwritten signature in black ink, appearing to be 'Sina Fattahi', is written over a horizontal dotted line.

**Sina Fattahi**

Date      09 March 2023