

Company number: 14500807

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

DIGITAL WOOF LTD ("Company")

Circulation Date: 24 March 2023

Under Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that Resolution 1 is passed as an ordinary resolution and Resolution 2 is passed as a special resolution, (together the "**Resolutions**").

ORDINARY RESOLUTION

1. **THAT**, in accordance with section 551 of the Act, the directors of the Company ("**Directors**") be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £1.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling 12 months after the Circulation Date (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 shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority does not revoke or replace any unexercised authorities previously granted to the Directors.

SPECIAL RESOLUTION

2. **THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act 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 amount of £1.00; and
 - b. expire on the date falling 12 months after the Circulation Date (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.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date stated above, hereby irrevocably agrees to the Resolutions:

Signed by **ADAM BOLAS**



Date: 24 March 2023

NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree with all of 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 delivery methods:

- **By hand:** delivering the signed copy to St James House, St James' Square, Cheltenham GL50 3PR, marked for the attention of Kathryn King.
- **Post:** returning the signed copy by post to St James House, St James' Square, Cheltenham GL50 3PR, marked for the attention of Kathryn King..
- **Email:** by attaching a scanned copy of the signed document to an email and sending it to kathryn.king@bpe.co.uk. Please type "Written Resolutions of Digital Woof Ltd" in the email subject box.
- **Electronically:** Where the Resolutions have been sent to you via the DocuSign platform, by electronically signing and dating this document and submitting it via the DocuSign platform.

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. Unless by the end of the date which is 28 days after the Circulation Date (the Circulation Date being counted as day 1), sufficient agreement is received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. 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.