

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

ADINMO LTD
(Registered in Scotland No. SC648449)
(the "Company")

WRITTEN RESOLUTION

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolution has been duly passed as a special resolution of the Company on 15th March 2024:

SPECIAL RESOLUTION

THAT:

- (A) the Directors be generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (the "Act") to allot shares in the Company, or to grant rights to subscribe for or convert any security into shares in the Company, up to a maximum nominal amount of £1,742.33 and the authority given by this resolution:
 - (1) shall revoke and replace all pre-existing unexercised authorities under section 551 of the Act; and
 - (2) unless renewed, revoked or varied in accordance with the Act, shall expire on the day immediately preceding the fifth anniversary of the passing of this Resolution, save that the Company may before such expiry make an offer or agreement which would or might require the allotment of shares in the Company, or the grant of rights to subscribe for or to convert any security into shares in the Company, after such expiry.
- (B) the Directors be given power pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560(1) of the Act) for cash pursuant to the authority conferred by paragraph (A) above as both if section 561(1) of the Act and any rights of pre-emption in the articles of association of the Company did not apply to such allotment, and the power given by this resolution:
 - (1) shall revoke and replace all pre-existing unexercised powers under section 570 of the Act; and
 - (2) shall expire at the same time as the authority conferred by paragraph (A) above, save that the Company may before expiry of the power conferred on the Directors by this Resolution make an offer or agreement which would or might require equity securities to be allotted after such expiry.

Signed
Director

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Joanne Lacey
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