

**THE COMPANIES ACT 2006  
IRELAND LIMITED**

**TOYNAMICS UK AND**

**WRITTEN RESOLUTION**

**OF**

**TOYNAMICS UK AND IRELAND LIMITED ("the Company")**

**Company Number – 04602462**

**Dated this 31<sup>st</sup> day of December 2023**



We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

**THAT:-**

1. **THAT** it was agreed to allot further shares in the company and the Directors be unconditionally authorised pursuant to S.551 of the Companies Act 2006 to allot shares in the share capital of the Company which are unissued at the time of the passing of this resolution at any time or times during the period of five years from the date hereof and up to an aggregate nominal amount of £633,337.30
2. **THAT** the pre-emption rights contained in the Articles of Association be and hereby removed for this particular transaction

Signature.......... Name

**HAPE HOLDING AG**



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