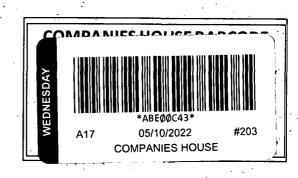
# SEPARATOR SHEET



## **President Energy Plc**

(incorporated and registered in England and Wales with registered number 05104249)

At the General Meeting of the Company duly convened and held at the offices of Fieldfisher LLP, 9th Floor, Riverbank House, 2 Swan Lane, London EC4R 3TT on 29 September 2022 at 11.00 a.m. the following resolutions were duly passed:

#### SPECIAL RESOLUTION

- 1. **THAT** (subject to and conditional on Admission:
- 1.
- (a) the 2,058,074,600 Ordinary Shares of 1 pence each in the capital of the Company in issue at 6 p.m. on 29 September 2022 be consolidated and divided into 10,290,373 ordinary shares of 200 pence each ("Consolidated Shares"), provided that, where such consolidation results in any shareholder being entitled to a fraction of a Consolidated Share, such fraction shall be dealt with by the directors as they see fit pursuant to their powers available to them under article 48 of the Company's Articles of Association, as amended below (the "Articles");
- (b) each of the Consolidated Shares created by sub-paragraph (a) above be sub-divided and reclassified into 1 ordinary share of 1 pence each ("New Ordinary Share") and 1 deferred share of 199 pence in the capital of the Company ("Deferred Share"), such Deferred Shares to have the rights set out in article 5 of the Articles;
- (c) the articles of association of the Company be amended by deleting article 48 of the Company's current articles of association and replacing it with the following:
  - "48. Whenever as a result of a consolidation, division or sub-division of shares any fractions arise, the board may settle the matter in any manner it deems fit and in particular may sell shares representing fractions to which any members would otherwise become entitled to any person (including, subject to the provisions of the Act, the Company) and distribute the proceeds of sale after deduction of the expenses of sale in due proportion among those members, except that if the amount due to a person is less than five pounds (£5) (or equivalent in any other currency) the sum may be retained for the benefit of the Company. Where certificated shares are to be sold, the board may authorise any person to execute an instrument of transfer of the shares to, or in accordance with the directions of, the purchaser. Where uncertificated shares are to be sold, the board may do all acts and things it considers necessary or expedient to effect the transfer of the shares to, or in accordance with the directions of,

the purchaser. The transferee shall not be bound to see to the application of the purchase moneys nor shall his title to the shares be affected by any irregularity in or invalidity of the proceedings in relation to the sale."

#### **ORDINARY RESOLUTION**

2. THAT subject to the passing of Resolution 1 and with effect from Admission, authority be and is hereby granted to the Directors of the Company generally and unconditionally to allot shares in the capital of the Company or to grant rights to subscribe for or convert any security into shares in the capital of the Company ("Rights") pursuant to Section 551 of the Companies Act 2006 (the "Act") up to an aggregate nominal amount of £51,450 (such amount equating to 50 per cent. of the aggregate nominal value of the issued ordinary share capital of the Company as at the date of Admission) provided that this authority shall expire at the conclusion of the annual general meeting of the Company to be held in 2023, save that the Company may make an offer or agreement before the expiry of this authority which would or might require shares to be allotted or Rights to be granted after such expiry and the Directors may allot shares or grant Rights pursuant thereto as if the authority conferred hereby had not expired, such authority to be in substitution for any existing authorities conferred on the Directors pursuant to Section 551 of the Act.

### **SPECIAL RESOLUTIONS**

- 3. THAT subject to the passing of Resolution 2 and with effect from Admission, the Directors be and they are hereby generally empowered pursuant to section 570 of the Act to allot equity securities (as defined in Section 560 of the Act) pursuant to the authority conferred by resolution 2 above as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall be in substitution for any previous powers conferred on the Directors pursuant to Section 570 of the Act and shall be limited to:
  - (a) allotments made in connection with offers of equity securities to the holders of ordinary shares in proportion (as nearly as may be) to the respective numbers of ordinary shares held by them, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems under the laws of any overseas territory or the requirements of any recognised regulatory body or any stock exchange in any territory;
  - (b) the allotment (otherwise than pursuant to sub-paragraph (a) above) of further equity securities up to an aggregate nominal amount of £30,870 (such amount equating to 30 per cent. of the aggregate nominal value of the issued ordinary share capital of the Company as at the date of Admission) provided that this authority shall expire at the conclusion of the annual general meeting of the Company to be held in 2023, save that the

Company may make an offer or agreement before the expiry of this power which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities pursuant thereto as if the authority conferred hereby had not expired.

4. **THAT** the name of the Company be changed from President Energy Plc to Molecular Energies PLC.

Signed....

Director