

**(Company number: 08319689)**

**THE COMPANIES ACT 2006**

**COMPANY LIMITED BY SHARES**

**WRITTEN SPECIAL RESOLUTION  
of**

**Go Superfoods Ltd**

**(the Company)**

**(passed on 16 October 2023)**

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company proposed that the following Resolution be passed as a special resolution:

**SPECIAL RESOLUTION**

1. **THAT** the Company amend their articles of association by the addition of the following new articles 54.1 and 54.2 and, if applicable, the existing articles be renumbered accordingly:

**SHARES MORTGAGED OR CHARGED BY WAY OF SECURITY**

54(1) Notwithstanding anything to the contrary in these articles, the directors shall not decline to register, nor suspend nor delay the registration of, any transfer of share (whether or not it is a fully paid share) where such transfer is:

- (a) to a bank or financial institution (in its own capacity as agent, trustee or otherwise) (a Secured Institution) to which such share has been mortgaged or charged by way of security, or to a nominee or delegate of such Secured Institution pursuant to any such security (a Nominee);
- (b) executed by a Secured Institution or a Nominee pursuant to a power of sale or other power conferred pursuant to such security or by law; or
- (c) executed by a receiver or manager appointed by or on behalf of any Secured Institution or a Nominee under any such security;

and a certificate by any officer of such Secured Institution that the shares were so secured and the transfer was so executed shall be conclusive evidence of such facts, and furthermore, notwithstanding anything to the contrary contained in these articles, no:

- (d) transferor or proposed transferor of any share to a Secured Institution or Nominee;
- (e) Secured Institution or Nominee; or
- (f) receiver or manager appointed by or on behalf of a Secured Institution or Nominee,

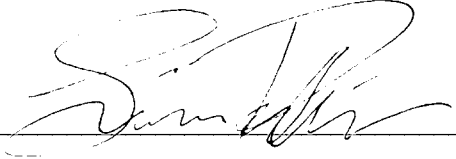
shall be required to offer any share that is or is to be the subject of any such transfer to the members or any of them, and no such member shall have any right under these articles to require any such share to be transferred to it, whether for consideration or not.

54(2) Notwithstanding anything to the contrary in these articles, the Company shall have no lien on any share that has been mortgaged or charged by way of security to a Secured Institution.

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## AGREEMENT OF ELIGIBLE MEMBERS

The undersigned being eligible members on 16 October 2023 (the **Circulation Date**) irrevocably agree to the resolutions set out above:

A handwritten signature in black ink, appearing to read 'Simon Petrén', is written over a horizontal line.

Signed by: Simon Petrén

for and on behalf of Superfood Group Ltd

Eligible members must signify their agreement to the proposed resolutions as follows: (i) **by hand** or **by post**, by delivering or sending a signed copy to 7 Lynwood Court, Priestlands Place, Lymington, Hampshire, United Kingdom, SO41 9GA; or (ii) **by e-mail**, by sending a scanned signed copy of the resolutions to [Iris.Best@allenoverly.com](mailto:Iris.Best@allenoverly.com) and [Alastair.Neden@AllenOverly.com](mailto:Alastair.Neden@AllenOverly.com). Eligible members must signify their agreement to the proposed resolutions within the period of 28 days from and including the Circulation Date. However, eligible members who do not agree with the proposed resolutions do not need to reply. Once eligible members have signified their agreement to the proposed resolutions, their agreement may not be revoked. The proposed resolutions will lapse if they are not passed by the end of that 28 day period.