

**COMPANY NUMBER 08352180**

**PRIVATE COMPANY LIMITED BY SHARES**

**PRINT OF WRITTEN RESOLUTIONS**

of

**QUINTESSENTIALLY VENTURES LIMITED ("Company")**

**PASSED ON 29 NOVEMBER 2021**

Under Chapter 2 of Part 13 of the Companies Act 2006 ("**CA 2006**"), the directors of the Company proposed that the following resolutions set out below be submitted to the eligible members of the Company as written resolutions and were passed as special and extra-ordinary special resolutions as detailed below (the "**Resolutions**").

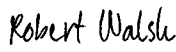
**SPECIAL RESOLUTION**

1. THAT, in accordance with section 570 of the CA 2006, the current articles of association of the Company (the "**Articles**") and the current shareholders' agreement of the Company entered into between the Company and its shareholders originally dated 27 January 2017 (as amended, varied, novated or supplemented from time to time) (the "**SHA**"), the directors of the Company be empowered to allot equity securities (as defined in section 560 of the CA 2006) in the Company or rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £1,085.90 (consisting of 10,859 ordinary shares of £0.10 each in the capital of the Company) in connection with the Option Pool Shares, as if section 561(1) CA 2006 and accordingly, any provision of pre-emption in the CA 2006, the Articles, the SHA or otherwise shall not apply to the Option Pool Shares and/or any Rights (and subsequent issuance of shares) in connection therewith.

**EXTRA-ORDINARY SPECIAL RESOLUTION**

2. THAT, in accordance with Article 18.1 of the Articles, the directors of the Company be empowered to allot equity securities and/or Rights in connection with the Capital Raise Shares and/or the Option Pool Shares as if section 561(1) of the CA 2006, any provision of the CA 2006, the Articles and/or any provision in the SHA or otherwise did not apply to the allotment of the Capital Raise Shares, the Option Pool Shares and/or the granting of any Rights (and subsequent issuance of shares) in connection therewith.

Signed by

DocuSigned by:  
  
.....  
4FD8CC441C3A413.....

**Director, Quintessentially Ventures Limited**