

Company No: 09524310

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

THORTFUL LIMITED

(Company)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the Directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolution 2 below is passed as a special resolution (each a **Resolution** and together the **Resolutions**).

We, the undersigned, being the Eligible Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings pursuant to Chapter 2 of Part 13 of the Companies Act 2006, hereby pass the Resolutions which for all purposes shall be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

Ordinary Resolutions

1. **That**, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot up to 1,306,631 Ordinary shares of £0.002 each in the Company and the rights and restrictions as set out in the Articles or rights to subscribe for such shares, provided that this authority shall, unless renewed varied or revoked by the Company, expire on the fifth anniversary of the date of these Resolutions.

Special Resolution

2. **That**, subject to the passing of Resolution 1, any and all pre-emption rights to which the members of the Company may be entitled pursuant to the Articles, the Act or otherwise are hereby waived or otherwise dis-applied in respect of the allotment of up to 1,306,631 Ordinary shares of £0.002 each in the capital of the Company or rights to subscribe for such shares as referred to in Resolution 1 above.

Circulation Date: 14th December 2023

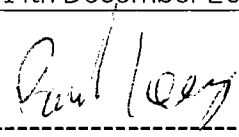
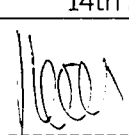
Date Resolution Passed: 14th December 2023

AGREEMENT

Please read the notes on the accompanying statement before signifying your agreement to the Resolutions.

The undersigned, being the Eligible Members entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Eligible Members:

£0.002 Ordinary Shareholders:	VOTES	% of Total Votes	Sign and Date
Mathew Jonathan Bailey	21,250	1.9%	_____ 14th December 2023
Joanne Michaela Dalton	20,408	1.8%	_____ 14th December 2023
Eric Genet	76,530	6.7%	_____ 14th December 2023
Paul Henry Lees	346,938	30.4%	 _____ 14th December 2023
Andrew John Pearce	558,674	49.0%	 _____ 14th December 2023
Chris Pearce	34,438	3.0%	_____ 14th December 2023
Sarah Pearce	34,440	3.0%	_____ 14th December 2023
Suresh Vikra Chandra Rai	38,250	3.4%	_____ 14th December 2023
Stavros Katsoris	1,200	0.1%	_____ 14th December 2023

			----- 14th December 2023
Jordan Camille	1,200	0.1%	----- 14th December 2023
Julieta Suarez Ruiz de Huidobro	2,834	0.2%	----- 14th December 2023
Jason Lachter	2,040	0.2%	----- 14th December 2023
Ami Dolling	1,200	0.1%	----- 14th December 2023

Notes: Voting Procedure pursuant to the Companies Act 2006

1. Eligible Members who hold more than 50% of the total voting rights must vote in favour of the written resolution to be passed as an Ordinary Resolution.
2. Eligible Members who hold at least 75% of the total voting rights must vote in favour of the written resolution to be passed as a Special Resolution.
3. If you wish to vote in favour of the Resolutions please sign and date this document and return it to the Company. If you do not agree with the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Unless sufficient agreement is received for the Resolutions to pass within 28 days of the Circulation Date, the Resolutions will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
6. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.