

**Grow Group plc (the 'Company')**  
**Company number: 11056972**  
**Companies Act 2006**  
**Company limited by shares**



**Extract of resolutions**  
**passed at the Annual General Meeting of the Company**

**At an annual general meeting of the Company convened and held at The Fowden Hall Room at The Conference Centre, Rothamsted Research, West Common, Harpenden, Hertfordshire AL5 2JQ, on Thursday 29 September 2022, it was RESOLVED:**

**Ordinary Resolution**

6. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company (Directors) be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (Rights) up to an aggregate nominal amount of £68,000 provided that this authority shall, unless renewed, varied or revoked by the Company, expire at the conclusion of the Company's next AGM after this resolution is passed or, if earlier, 15 months after the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

**Special Resolutions**

7. THAT the attached articles of association are hereby approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.
8. THAT, subject to the passing of resolution 6 and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 6, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

Be limited to the allotment of equity securities up to an aggregate nominal amount of £22,000; and

expire at the conclusion of the Company's next AGM after this resolution is passed or, if earlier, 15 months after the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

*For Director*