

Company Number: 11226906

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

Notice of Passing of Written Resolutions

of

SHEEP INCLUDED LTD

(the "Company")

SATURDAY



A9XR8VDV

A09

06/02/2021

#173

COMPANIES HOUSE

Notice is hereby given that the following special resolutions were passed by the shareholders of the Company as written resolutions on 23rd December 2020:

RESOLUTION 1 – AUTHORITY TO ALLOT

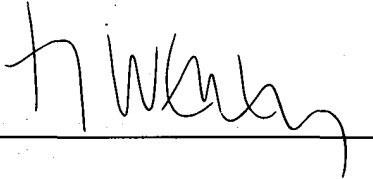
THAT, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £59 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 August 2025 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.

RESOLUTION 2 – DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, subject to the passing of Resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 1, as if articles 12.3 to 12.6 of the Company's articles of association did not apply to any such allotment, provided that this power shall:

- (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £59;
- (b) be limited to the allotment of equity securities in connection with 7 (seven) convertible loan agreements containing conversion obligations circulated to the shareholders with these resolutions; and

(c) expire on 31 August 2025 (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.

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

Director

Print name: MICHAEL WESSELY