

THE COMPANIES ACT 2006

SPECIAL RESOLUTION

OF

THE SLEEPEXCHANGE LIMITED (the "Company")

On 24 June 2022, the following resolution was passed pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), as a special resolution

Special Resolution

1. THAT:

- a) the draft articles of association (the "**Articles**") attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association;
- b) with effect from the time of the passing of this Resolution, the directors be unconditionally authorised, pursuant to section 551 of the Companies Act 2006, to allot up to 1,950,000 £0.00001 shares in the Company up to an aggregate nominal value of £19.50, (the "**Round 5 2022 Investment Shares**");

(the "**Round 5 2022 Investment Shares**" allotment reduces the authorised maximum amount of £250.00 by £19.50, previously authorised by the Resolution dated 1st March 2020. During the period 1st March 2020 to 21st June 2022 shares to the nominal value of £76.54 were allotted, leaving a balance of £173.46 of the previously authorised £250.00 prior to this allotment)

and

- c) pursuant to the provisions of Article 6.2 of the Articles, the rights of pre-emption contained within Article 6 of the Articles shall not apply to the allotment of the Round 5 2022 Investment Shares.

P Lewis

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Director