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Company number: 12465350

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

THRUST CARBON LTD (THE "COMPANY")

On 22 January 2024, the following resolutions (each a "Resolution" and together, the "Resolutions") were passed by the Company in accordance with Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), in each case as a special resolution.

SPECIAL RESOLUTIONS

1. THAT, on 25 June 2020, the sub-division of the 20,000 ordinary shares of £0.01 each in the issued share capital of the Company into 2,000,000 ordinary shares of £0.0001 each in the issued share capital of the Company, such sub-divided shares having the same rights and being subject to the same restrictions (save as to nominal value) as set out in the Company's articles of association, be and is hereby approved, authorised and ratified.
2. THAT, subject to the passing of Resolution 1 above and effective from 1 July 2020, the authorisation of the Directors, for the purposes of section 551 of the Act, to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £22.2222, be and is hereby approved, authorised and ratified, provided that:
  - iii. the authority granted under this Resolution shall expire five years after the passing of this Resolution; and
  - iv. the Company may, before such expiry under paragraph i. above of this Resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

This authority is in addition to all subsisting authorities.

3. THAT, subject to the passing of Resolution 2 above, the waiver or disapplication of any and all pre-emption rights to which the shareholders of the Company may be entitled, howsoever arising (including but not limited to under the Company's articles of association from time to time or under the Act) in respect of the allotment and issue of shares or the grant of rights to subscribe for or to convert any security into shares made by the directors

pursuant to the authority conferred upon them by Resolution 2 above be and is hereby approved, authorised and ratified.

4. THAT the conduct (as defined in section 239(5) of the Act) of the Directors in approving and authorising the above resolutions prior to the Circulation Date, to the extent required to be so, is hereby approved, authorised and ratified in accordance with section 239(2) of the Act.

*Kit Aspen*

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Certified correct by a Director,  
for and on behalf of  
THRUST CARBON LTD