

**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS OF**  
**OWL + LARK LIMITED (the "Company")**

Circulation Date: 29 April 2021

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes the following written resolutions which are proposed as ordinary resolutions in respect of resolutions 1 and 2, and as special resolutions in respect of resolutions 3, 4 and 5.

**ORDINARY RESOLUTIONS**

1. That, subject to the passing of Resolution 4, and in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot B Ordinary Shares in the Company up to an aggregate nominal amount of £3.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the tenth anniversary of this resolution.
2. This authority is in substitution for all previous authorities conferred on the director in accordance with section 551 of the CA 2006 but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

**SPECIAL RESOLUTION**

3. That, subject to the passing of resolution 2:
  - (a) the director is empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash pursuant to the authority conferred by resolution 2 as if section 561 of the Companies Act 2006 did not apply to the allotment;
  - (b) the Company waives any pre-emption rights that may otherwise exist by reason of agreement or otherwise; and
  - (c) this power expires when the authority conferred by resolution 2 is revoked or would (if not renewed) expire but that the Company may make offers or agreements before this power expires that would or might require equity securities to be allotted after the power expires and the directors may allot equity securities pursuant to any of those offers or agreements as if this power had not expired.
4. That the articles of association attached to this resolution (the "New Articles") be 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.
5. That, subject to the passing of Resolution 4 above, the existing £87 issued ordinary shares of £0.01 each shall be converted into and redesignated as "A Ordinary shares" of £0.01 each in the capital of the Company having the rights set out in the New Articles adopted pursuant to Resolution 4 above.
6. That the directors of the Company be and are authorised to take all steps necessary or desirable in accordance with the foregoing resolutions.

## AGREEMENT TO WRITTEN RESOLUTION

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on the written resolution, irrevocably agrees to the written resolution:



\_\_\_\_\_  
Hafiz Shariff in his own capacity and on behalf of Paper Sail Limited and the Company

Date of agreement to resolution: 29 April 2021