

Company Number: 12118491

WRITTEN RESOLUTIONS

OF

RAM TRACKING TOPCO LIMITED (the Company)

PASSED ON 4th August 2022

THURSDAY



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08/09/2022

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COMPANIES HOUSE

The following resolutions were duly passed as a ordinary/special resolutions by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

ORDINARY RESOLUTION

- 1 **THAT**, notwithstanding anything to the contrary in the articles of association of the Company from time to time (the **Articles**), the directors be generally and unconditionally authorised for the purposes of section 551 of the Act to allot, in addition to all existing authorities, relevant securities with an aggregate nominal value of up to £4.50 comprising 14 B2 ordinary shares of £0.01 each in the capital of the Company ("**B2 Ords**") and 436 C ordinary shares of £0.01 each in the capital of the Company ("**C Ords**") having the rights set out in the Amended Articles to be adopted pursuant to Resolution 3 below, provided that authority shall expire (unless previously varied as to duration, revoked or renewed by the Company) five years from the date of this Resolution, except that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this Resolution had not expired, and this authority shall be in substitution for all existing authorities to allot to the extent unused.

SPECIAL RESOLUTIONS

- 2 **THAT** subject to the passing of Resolution 1 above and in addition to all existing authorities, the Directors be and are hereby generally and unconditionally authorised for a period of 5 years from the date of this Resolution to allot shares in the capital of the Company pursuant to the authority conferred by Resolution 1 above and the provisions of Article 16 (*Allotment of Shares*) in the articles of association of the Company as amended or replaced from time to time shall not apply to the issue of shares in the capital of the Company pursuant to the authority granted in Resolution 1 above.
- 3 **THAT** the regulations contained in the document annexed hereto (the "**Amended Articles**"), are hereby approved and adopted as the articles of association of the Company and in substitution for and to the exclusion of all existing articles of association of the Company (the "**Current Articles**").
- 4 **THAT** the following C Ords be re-designated as an equal number of deferred shares of £0.01 each in the capital of the Company having the rights set out in the articles of association of the Company and the Amended Articles:
 - (a) 6 C Ords registered in the name of Nicholas McClellan;

- (b) 4 C Ords registered in the name of Scott Chesworth; and
- (c) 4 C Ords registered in the name of Anders Liljendahl.

DocuSigned by:

Ed Mortimore

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Director of **RAM Tracking Topco Limited**