

XTRACT360 LTD – Print of Written Resolution of Shareholders

COMPANY NUMBER 10952789

PRIVATE COMPANY LIMITED BY SHARES

PRINT OF WRITTEN RESOLUTIONS

of

XTRACT360 LTD (“Company”)

PASSED ON 2 NOVEMBER 2023

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 (the “CA 2006”), Resolutions 1 and 2 were duly passed as an ordinary resolution and Resolution 3 and 4 were duly passed as a special resolution, in each case on 2 November 2023 by way of written resolution.

ORDINARY RESOLUTIONS

1. THAT in accordance with section 551 CA 2006, the directors of the Company be generally and unconditionally authorised to allot A ordinary shares in the Company up to an aggregate nominal amount of £15.7160 having the respective rights and subject to the respective restrictions set out in the articles of association of the Company as are in force from time to time provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling five years from the date this Resolution is passed.
2. THAT, in accordance with section 551 CA 2006, the Directors’ authority to allot and issue shares in relation to the allotment by the Company of equity securities (as defined in s560 of the CA 2006) in the Company up to an aggregate nominal value of £2.4938 between September 2021 and September 2023 (inclusive), be and hereby is irrevocably and unconditionally ratified and approved.

SPECIAL RESOLUTIONS

3. THAT, subject to the passing of and in accordance with the authority to allot granted by Resolution 1, in accordance with section 571 CA 2006, the directors of the Company be empowered to allot equity securities (as defined in section 560 CA 2006), as if section 561(1) CA 2006 and any other provision of pre-emption in the Company’s articles of association or otherwise did not apply to any such allotment.
4. THAT, in accordance with section 571 of the CA 2006, the previous disapplication by the Company of the rights of pre-emption conferred by section 561 of the CA 2006 in relation to the allotment by the Company of equity securities (as defined in section 560 of the CA 2006) in the Company up to an aggregate nominal value of £2.4938 between September 2021 and September 2023 (inclusive), be and hereby is irrevocably and unconditionally ratified and approved.

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Michael Flanagan

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Director