

Company Number: 07905640

THE COMPANIES ACT 2006

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PUBLIC COMPANY LIMITED BY SHARES

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PRINT OF RESOLUTIONS  
of  
RAPID NUTRITION PLC  
(the "Company")

(Passed on 10 June 2025)

At an annual general meeting of the Company duly convened and held on the above date, the following resolutions were passed as ordinary and special resolutions respectively:

**ORDINARY RESOLUTIONS**

1. To receive the Company's annual accounts for the financial period ended 31 December 2024, together with the directors' report and the auditors' report on those accounts.
2. To receive and approve the directors' remuneration report for the financial period ended 31 December 2024 together with the auditor's report on it.
3. To reappoint HGA Accountants & Financial Consultants Limited of Suite 2a, 7th Floor City Reach, 5 Greenwich View Place, London, E14 9NN as auditors to hold office from the conclusion of this meeting until the conclusion of the next general meeting of the Company at which accounts are laid.
4. To authorise the directors to fix the remuneration of the auditors.
5. To reappoint Simon St Ledger as a director.
6. To reappoint Shayne Anthony Kellow as a director.
7. **THAT** in accordance with section 618 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to undertake a share capital reorganisation (the "**Reorganisation**"), at such time and in such manner as the directors may reasonably determine, whereby every 1,000 issued and unissued ordinary shares of £0.0001 each in the capital of the Company (the "**Original Ordinary Shares**") be consolidated into one ordinary share of £0.10 (the "**Consolidated Ordinary Shares**") and that unless previously renewed, varied or revoked, the authority hereby conferred shall expire at the conclusion of the Annual General Meeting of the Company at which the Company's annual accounts for the financial period ended 31 December 2025 are presented, or 30 June 2026, whichever is earlier:

- 7.1 the Consolidated Ordinary Shares will have the same rights and be subject to the same restrictions (save as to nominal value) as the Original Ordinary Shares as set out in the Company's articles of association for the time being;
- 7.2 the aggregate number of Consolidated Ordinary Shares to which a member shall be entitled shall be rounded down to the nearest whole number of Consolidated Ordinary Shares (or, as the case may be, nil) and any fraction of a Consolidated Ordinary Share to which a member of the Company would otherwise have been entitled shall, so far as practicable, be aggregated with the fractions of a Consolidated Ordinary Share to which other members of the Company would otherwise have been entitled;
- 7.3 the directors of the Company be and are authorised and entitled, should they choose, to sell (or appoint any other person to sell) all the Consolidated Ordinary Shares representing fractional entitlements arising as a result of the Reorganisation, at such price as the directors shall reasonably determine, to the Company or a third party and to retain the proceeds of sale for the benefit of the Company and any director (or any person appointed by the directors) be authorised to execute and deliver instruments or instructions of transfer and to do any and all acts and things and make any and all arrangements as such director (or person appointed by the directors) considers necessary, expedient or appropriate to effect the transfer, settlement and/or disposal of such shares; and
- 7.4 any Consolidated Ordinary Shares not sold pursuant to this Resolution shall be held by the Company.
8. **THAT** the directors of the Company be generally and unconditionally authorised under section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ("**Rights**") up to an aggregate nominal amount of £15,000:
- 8.1 unless previously renewed, varied or revoked, the authority hereby conferred shall expire at the conclusion of the Annual General Meeting of the Company at which the Company's annual accounts for the financial period ended 31 December 2025 are presented, or 30 June 2026, whichever is earlier. The Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted after the authority has expired and the directors may allot shares or grant Rights in pursuance of any such offer or agreement notwithstanding that this authority has expired; and
- 8.2 all previous authorities to allot shares or grant Rights, to the extent unused, shall be revoked.

## SPECIAL RESOLUTIONS

9. **THAT** subject to and conditional on the passing of Resolution 8, the directors of the Company shall have the power to allot equity securities (within the meaning of section 560 of the Companies Act 2006) for cash under the authority conferred by Resolution 8 as if section 561 of the Companies Act 2006 did not apply to the allotment:
- 9.1 this power shall expire when the authority given by Resolution 8 is revoked or expires but the Company may before expiry of this power make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of that offer or agreement notwithstanding that the power has expired; and
- 9.2 this power applies in relation to a sale of treasury shares which constitutes an allotment of equity securities by virtue of section 560(3) of the Companies Act 2006 as if the words "under the authority conferred by Resolution 8" were omitted from the introductory wording to Resolution 9.
10. **THAT** the Company be, and it is hereby, generally and unconditionally authorised for the purpose of sections 693 and 701 of the Companies Act 2006 to make one or more market purchases (within the meaning of section 693(4) of the Companies Act 2006) of ordinary shares of £0.0001 each in the capital of the Company upon such terms and in such manner as the directors of the Company shall determine, provided that:
- 10.1 the maximum aggregate number of ordinary shares authorised to be purchased is 150,000,000;
- 10.2 the minimum price which may be paid for such ordinary shares is £0.0001 per share (exclusive of expenses);
- 10.3 the maximum price (exclusive of expenses) which may be paid for an ordinary share cannot be more than an amount equal to 105 per cent of the average market value of the ordinary shares for the five business days immediately prior to the day the purchase is made;
- 10.4 unless previously renewed, varied or revoked, the authority hereby conferred shall expire at the conclusion of the Annual General Meeting of the Company at which the Company's annual accounts for the financial period ended 31 December 2025 are presented, or 30 June 2026, whichever is earlier; and
- 10.5 the Company may make a contract or contracts to purchase ordinary shares under this authority prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority and may make a purchase of ordinary shares in pursuance of any such contract or contracts.

Signed

*Nicholas Lindsay*

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For and on behalf of Elemental Company Secretary Limited  
Company Secretary