**POD POINT GROUP HOLDINGS PLC**

**(the ‘Company’)**

**Special Business Resolutions passed at the 2025 Annual General Meeting**

At the annual general meeting of the Company held on 30th June 2025, the following special business resolutions were passed:

**ORDINARY RESOLUTIONS**

**Resolution 7 – Political donations**

THAT, the Company and any company which is a subsidiary of the Company at the time this resolution is passed or becomes a subsidiary of the Company at any time during the period for which this resolution has effect be generally authorised to:

* + make donations to political parties and independent election candidates not exceeding £25,000 in total;
  + make donations to political organisations other than political parties not exceeding £25,000 in total; and
  + incur political expenditure not exceeding £25,000 in total,

provided that the total amount of all such donations and expenditure made by all companies to which this authority relates shall not exceed £25,000. This authority shall expire at the close of the next annual general meeting of the Company or on 5th September 2026 (whichever is earlier). Words and expressions used in this resolution that are defined for the purpose of Part 14 of the Act shall have the same meaning for the purpose of this resolution.

**Resolution 8 – Directors authority to allot shares**

THAT, the Directors of the Company be and are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 (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 an aggregate nominal amount of £52,300, such authority to apply in substitution for all previous authorities granted pursuant to section 551 of the Act without prejudice to the continuing authority of the directors to allot shares, or grant rights to subscribe for or convert any security into shares, pursuant to an offer or agreement made by the Company before the expiry of the authority pursuant to which such offer or agreement was made, and provided that this authority shall expire at the end of the next annual general meeting of the Company or at 6.00 p.m. on 5th September 2026, whichever is the earlier, save that the Company may before such expiry make offers and enter into agreements which would, or might, require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after the authority given by this resolution has expired.

**SPECIAL RESOLUTION**

**Resolution 9 - Notice of general meetings**

THAT, a general meeting of the Company other than an annual general meeting, may be called on not less than 14 clear days’ notice, provided that facilities are available to shareholders to vote by electronic means for meetings called at such notice.