

Company Number: 07905640

THE COMPANIES ACT 2006

PUBLIC COMPANY LIMITED BY SHARES

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

(Passed on 23 October 2025)

At a general meeting of the Company duly convened and held at 747 Lytton Road, Murarrie Qld 4172, Australia, on Thursday 23 October 2025 at 11.45pm (British Summer Time), the following resolutions were duly passed as ordinary and special resolutions respectively:

ORDINARY RESOLUTIONS

1. **THAT**, in accordance with section 618 of the Companies Act 2006, the directors of the Company (the "**Directors**") 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 all the issued ordinary shares of £0.0001 each in the capital of the Company (the "**Original Ordinary Shares**") be consolidated into ordinary shares, the nominal value of which to be determined in accordance with the consolidation ratio deemed in the best interests of the shareholders by the Directors (the "**Consolidation Ratio**"), up to a maximum ratio (and nominal value) of 1,000 Original Ordinary Share for one consolidated ordinary share (the "**Consolidated Ordinary Shares**"), **PROVIDED THAT:**
 - 1.1 the authority hereby conferred shall expire on the date falling five years from the date of this resolution, unless previously renewed, varied or revoked by the Company in general meeting;
 - 1.2 the Consolidated Ordinary Shares shall 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;
 - 1.3 the nominal value of the Consolidated Ordinary Shares shall be calculated by multiplying the nominal value of the Original Ordinary Shares (being £0.0001), by the Consolidation Ratio;
 - 1.4 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;

- 1.5 notwithstanding article 42 of the articles of association adopted by the Company by special resolution dated 11 January 2024, the Directors 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
- 1.6 any Consolidated Ordinary Shares not sold pursuant to this Resolution shall be held by the Company.

The authority granted by this Resolution shall replace any previous authority granted under section 618 of the Companies Act 2006.

2. **THAT**, in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot shares ("**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 £3,000,000, being the equivalent of 30,000,000 ordinary shares of £0.10 each on the basis of a Consolidation Ratio of 1,000 Original Ordinary Share for one ordinary share of £0.10 each, or any such other number of shares that results from the application of a lower Consolidation Ratio, **PROVIDED THAT:**

- 2.1 this authority shall, unless previously renewed, varied or revoked, expire on the date falling five years from (and including) the date of this Resolution save that 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

all previous authorities to allot Shares or grant Rights, to the extent unused, shall be revoked.

SPECIAL RESOLUTION

3. **THAT** subject to the passing of Resolution 2 and in accordance with section 570 of the Companies Act 2006, the Directors be generally empowered to allot equity securities (within the meaning of 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 any such allotment, **PROVIDED THAT** this power shall:

- 3.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £3,000,000;

- 3.2 expire when the authority given by Resolution 2 is revoked or expires save that the Company may before such expiry 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 this authority has expired; and
- 3.3 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 2" were omitted from the introductory wording to Resolution 3.

Signed

A handwritten signature in black ink that reads "Simon St Ledger". The signature is written in a cursive style with a horizontal dotted line underneath it.

For and on behalf of
RAPID NUTRITION PLC