Company Number: 05071764

## **THE COMPANIES ACT 2006**

## PRIVATE COMPANY LIMITED BY SHARES

## WRITTEN RESOLUTION OF

# **SECRET GROUP LIMITED**

(the Company)

# PURSUANT TO PART 13, CHAPTER 2 OF THE COMPANIES ACT 2006

**DATE OF CIRCULATION:** 3 August 2021

## WRITTEN RESOLUTIONS

We, the undersigned, being the only members of the Company who, at the date of these Written Resolutions, are entitled to attend and vote at general meetings of the Company, HEREBY PASS the resolution in paragraph 1 as an ordinary resolutions and the resolution in paragraph 2 as a special resolution and agree that such resolutions shall, for all purposes, be as valid and effective as if the same had been passed by us at a general meeting of the Company duly convened and held:

# **ORDINARY RESOLUTIONS**

- 1. THAT pursuant to and in accordance with section 551 of the Companies Act 2006 (the **Act**), the directors of the Company are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company to such person and at such times and on such terms as they think proper, provided that:
  - the maximum aggregate nominal amount of such securities which may be allotted under this authority (within the meaning of that section) is £226.565; and
  - 1.1.2 this authority shall, unless it is (prior to expiry) duly revoked or varied or is renewed, expire on the fifth anniversary of the Date of Circulation save that the Company is hereby authorised, before such expiry, to 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.

For the purpose of this resolution, the nominal amount of any securities shall be taken to be, in the case of rights to subscribe for or convert any securities into shares of the Company, the nominal amount of such shares which may be allotted pursuant to such rights. This authority revokes and replaces all unexercised authorities previously granted to the directors of the Company but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

# **SPECIAL RESOLUTION**

2. THAT the Company adopt new articles of association in the form attached to these Written Resolutions with immediate effect, such new articles of association to replace in their entirety the existing articles of association of the Company.

# **AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the above resolutions by signing and dating this document below.

Signed by:		
DocuSigned by:		
Chris Huy	4 August 2021	
Authorised Signatory	Date	
For and on behalf of		
Forward Internet Group Limited		
DocuSigned by:	6 August 2021	
	6 August 2021	
2A7B79C06BFD437	D-1-	•••••
Authorised Signatory	Date	
For and on behalf of		
The Social Capital Partnership II, L.P.		
DocuSigned by:		
	4 August 2021	
018553C263H9475	***************************************	
Authorised Signatory	Date	
For and on behalf of		
Active Capital Partners II LP		
Authorised Signatory	Date	
For and on behalf of		
Wasat Limited		
DocuSigned by:		
	4 August 2021	
6CB4383477F742B.		
Richard Mathews	Date	
DocuSigned by:		
Max Alexander	4 August 2021	
l .	4 August 2021	
34F3AA06F79443A	D-1-	•••••
Michael Graeme Alexander-Wall	Date	
CocuSigned by:		
[ _	3 August 2021	
Damien Macaulay	J August ZUZI	
Damien Macaulay	Date	••••••
Daimen wataulay	Date	

\_\_\_\_DocuSigned by:

Blarylond	9 August 2021
Nicola Jane Blackford	Date
Amy Farrant	Date
DocuSigned by:	
DocuSigned by:	4 August 2021
Neil David Hutchinson	Date

## **NOTES**

- (a) You can choose to agree to all of the resolutions or none of them but you cannot agree to only one of the resolutions. If you agree to all the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by either sending it by post to the Company's registered office or by hand delivering the signed copy to any one of the Company's directors. If you do not agree to the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- (b) Once you have indicated your agreement to the resolutions and returned it to the Company, you may not revoke your agreement.
- (c) Unless, by the date 28 days after the date of circulation of this document sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before close of business on this date.
- (d) If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.