

Bishop Skinner Acquisitions Limited (the "Company")

(company number 05570088)

26 June 2020 (the "Circulation Date")

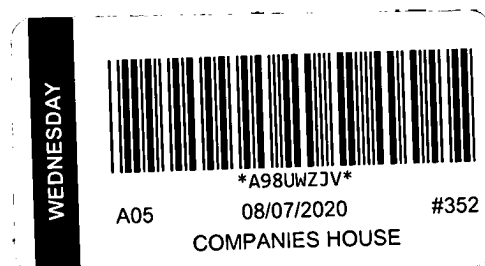
WRITTEN RESOLUTIONS OF THE COMPANY

We, the undersigned, being the sole member of the Company who, at the date when the following resolutions are deemed passed, would be entitled to vote on such resolutions if the same were proposed at a duly convened general meeting of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006 **HEREBY RESOLVE** that the resolution below (the "**Resolution**") be passed as a special resolution:

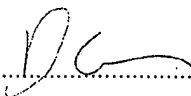
1. **THAT** the directors of the Company be authorised to exercise all of the powers of the Company to allot ordinary shares in the Company and grant rights to subscribe for, or to convert any security into, ordinary shares in the Company in accordance with Section 551 of the Companies Act 2006 up to an aggregate of 1,000,000,000 ordinary shares of £1.00 nominal value each and subject to expiry of authorisation on the date which is five years from the date of the resolution being passed.

Please read the notes accompanying this document before you signify your agreement to the Resolution.

The undersigned being a person entitled to vote on the Resolution on the Circulation Date hereby irrevocably agrees to the Resolution.



Signed:


.....

Name:

Diane Cougill

for and on behalf of:

Cullum Capital Ventures Limited

Date:

26 June 2020
.....

[BS Parent Shareholder Resolution – Authority to Allot]

Notes

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document as indicated and returning a hard copy by hand or post, or scanned copy by email, to the Company.
2. If you do not agree to the Resolution you do not need to do anything; you will not be deemed to agree if you fail to reply.
3. Your agreement to the Resolution, once indicated, may not be revoked.
4. If sufficient agreement has not been received by the date falling 28 days after the Circulation Date for the Resolution to pass then the Resolution will lapse.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.