

Company No. 06126239  
THE COMPANIES ACT 2006  
A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION  
- of -  
UPSTART BREAKTHROUGH STRATEGY LIMITED

WEDNESDAY



11 June 2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the "Resolution"):

**SHAREHOLDERS' SPECIAL RESOLUTION**


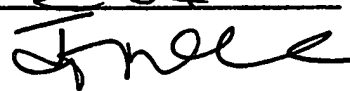
That the new Articles of Association in the form attached to this resolution be approved and adopted as the Articles of Association of the Company in substitution for and to the entire exclusion of the existing Articles of Association.

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution.

I, being an eligible member of the Company (as defined in section 289 of the Companies Act 2006), entitled to vote in respect of this written resolution, agree that the Resolution be so passed.

Dated this 11th day of June 2021:

Name	No of Shares held	Signature
Dominic Pride	800,000	
Jillian Pride	200,000	

**NOTES**

**IMPORTANT:**

To signify your agreement to the Resolution, you must sign this document where indicated above.

Please return the signed document to the Company using one of the following methods:

- deliver it by hand or send it by post to Dominic Pride; or

- send an email, with "Written Resolution" in the subject line and send it to dominic@weareupstart.com.

You may not return the Resolution to the Company by any other method.

Unless, within 28 days of the date of this notice sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or on this date.

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.

**Note: Once given, your agreement may not be revoked.**