

**Company Number: 07555986**

**THE COMPANIES ACT 2006**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**OPUMO LIMITED**  
**(the "Company")**

**Circulation Date: 27.02 2019**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "2006 Act"), the directors of the Company propose that the resolutions below (the "Resolutions") be passed as an ordinary resolution of the Company (in the case of resolution 1) and as a special resolution of the Company (in the case of resolution 2):

**ORDINARY RESOLUTION**

1. **THAT**, subject to the passing of resolution 2, in accordance with section 551 of the 2006 Act, the directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £30.21 by the creation of 3,021 ordinary shares of £0.01 each provided that this authority shall, unless renewed, varied or revoked by the Company, expire one year from 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 and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the 2006 Act.

**SPECIAL RESOLUTION**

2. **THAT**, in accordance with section 570 of the Act and article 22 of the Articles, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 1, as if section 561(1) of the Act and all pre-emption rights contained in the Articles did not apply to any such allotment.

**Please read the Notes on the final page of this document before signifying your agreement to the Resolutions.**

**WEDNESDAY**



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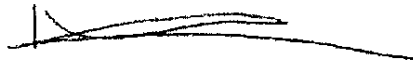
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**13/03/2019**


**#70**

**COMPANIES HOUSE**

Pursuant to Chapter 2 of Part 13 of the 2006 Act, we, the undersigned, being each of the eligible members of the Company entitled to vote on the Resolutions set out above on the Circulation Date stated above hereby irrevocably agree to the Resolutions as set out above.

  
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**Nicholas Ayoub**

27.02.19  
.....  
**Date of Signature**

  
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**Henry Beattie**

27.02.19  
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**Date of Signature**

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**Farouk Ayoub**

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**Date of Signature**

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**Nicola Beattie**

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**Date of Signature**

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**Alexander Beattie**

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**Date of Signature**

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**Tamara Devonshire-Griffin**

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**Date of Signature**

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**William Forster**

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**Date of Signature**

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**Toby Cooper**

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**Date of Signature**

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**Ben Nicholas**

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**Date of Signature**

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**Gustava Voute**

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**Date of Signature**

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**Derek Lovelock**

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**Date of Signature**

.....  
**A director, duly authorised, for and on  
behalf of Movement Trading BV**

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**Date of Signature**

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**Date of Signature**

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**Tadhara Devonshire-Griffin**

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**Date of Signature**

  
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**William Forster**

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**7<sup>th</sup> March 2019.**  
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**Date of Signature**

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**Toby Cooper**

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**Date of Signature**

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**Ben Nicholas**

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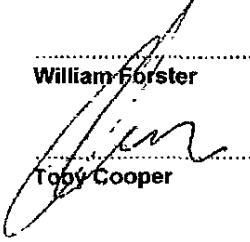
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07/03/2019

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**Date of Signature**

#### Notes

- 1 *This Written Resolution has been sent to each eligible member who was entitled to vote on the Resolution on the Circulation Date. Only such eligible members (or persons duly authorised on their behalf) should sign this Written Resolution.*
- 2 *An eligible member can signify its agreement to the Resolution contained within this Written Resolution by signing the Written Resolution and by either (i) delivering a copy of the signed Written Resolution to an officer of the Company by hand; or (ii) by sending a copy of the signed resolution in hard copy form by post to the Company Secretary.*
- 3 *You may not revoke your agreement to the Resolution once you have signed and returned the Written Resolution to the Company.*
- 4 *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.*
- 5 *The Resolution is passed when the Company receives the agreement of the required majority of eligible members. The requisite majority for an ordinary resolution is eligible members representing more than 50% of the total voting rights of eligible members and the requisite majority for a special resolution is eligible members representing at least 75% of the total voting rights of eligible members.*
- 6 *The Resolution must be passed within a period of 28 days beginning with the Circulation Date of this Written Resolution (section 297 Companies Act 2006). If the Resolution is not passed by such date then this Written Resolution will lapse.*
- 7 *Any signed Written Resolution received by the Company after the date falling 28 days after the Circulation Date will not be counted in determining whether the Resolution is passed.*