

Company Number. 07736672

**APPEAR HERE LIMITED**

(the "Company")

**MEMBERS' WRITTEN RESOLUTION PURSUANT TO CHAPTER 2 OF PART 13 OF THE  
COMPANIES ACT 2006 (the "Act")**

Circulated 2014/ 2015

We, the undersigned, being the members of the Company entitled to attend and vote at general meetings of the Company, pursuant to Chapter 2 of Part 13 of the Act, hereby AGREE and RESOLVE

- that the below resolution take effect as if it had been passed as a special resolution of the Company at a general meeting duly convened and held

**SPECIAL RESOLUTION**

**1 THAT**

(a) each ordinary share of £0.001 in the capital of the Company be subdivided into 10 ordinary shares of £0.0001 each in the capital of the Company,

(b) each seed share of £0.001 in the capital of the Company be subdivided into 10 seed shares of £0.0001 each in the capital of the Company; and

(c) each A preferred share of £0.001 in the capital of the Company be subdivided into 10 A preferred shares of £0.0001 each in the capital of the Company,

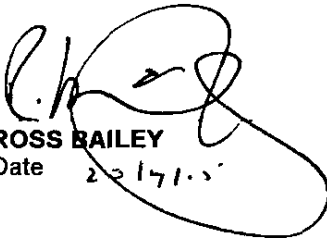
with such shares, in each case, having the rights and being subject to the restrictions as set out in the articles of association adopted by the Company from time to time



## **AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the above resolution (the "**Resolution**")

The undersigned, being the members of the Company and entitled to vote on the Resolution, hereby irrevocably agree to the Resolution

  
**ROSS BAILEY**  
Date 22/7/15

For and on behalf of  
**FPGP NOMINEES LTD**  
Date

For and on behalf of  
**BALLPARK VENTURES LLP**  
Date

**TOM ROBERT BENJAMIN LEATHES**  
Date

**ALEXANDER JAMES BUTTLE**  
Date

*[SIGNATURE PAGE TO THE APPEAR HERE WRITTEN RESOLUTION]*


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**ROSS BAILEY**

Date.

  
For and on behalf of  
FPGP NOMINEES LTD  
Date 20/4/15

For and on behalf of  
**BALLPARK VENTURES LLP**  
Date

**TOM ROBERT BENJAMIN LEATHES**  
Date

**ALEXANDER JAMES BUTTLE**  
Date

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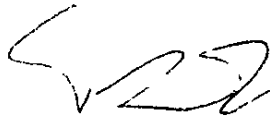
**ROSS BAILEY**

Date

**For and on behalf of  
FPGP NOMINEES LTD**

Date

JEFFREY COOPER  
**For and on behalf of  
BALLPARK VENTURES LLP**  
Date 28/4/15



**TOM ROBERT BENJAMIN LEATHES**

Date

**ALEXANDER JAMES BUTTLE**

Date

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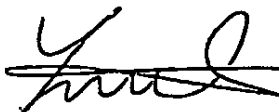
Date

**For and on behalf of  
FPGP NOMINEES LTD**

Date

**For and on behalf of  
BALLPARK VENTURES LLP**

Date



**TOM ROBERT BENJAMIN LEATHES**

Date **23/04/2015**

**ALEXANDER JAMES BUTTLE**

Date

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Date

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**TOM ROBERT BENJAMIN LEATHES**

Date



**ALEXANDER JAMES BUTTLE**

Date 2019.11.15

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**HARRY EDWARD RUSSELL JONES**

Date 2-14-15

**JENS LAPINSKI**

Date

**MATTHEW WHEELER**

Date

**For and on behalf of  
HOWZAT AGAIN LLP**

Date

**For and on behalf of  
PLAYFAIR CAPITAL INVESTMENT NOMINEE LTD**

Date

**MARC HAZAN**

Date

**ADAM BUCHLER**

Date

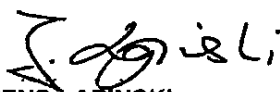
**ADRIAN LEVY**

Date

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**HARRY EDWARD RUSSELL JONES**

Date



**JENS LAPINSKI**

Date 11/05/2015

**MATTHEW WHEELER**

Date

**For and on behalf of  
HOWZAT AGAIN LLP**

Date

**For and on behalf of  
PLAYFAIR CAPITAL INVESTMENT NOMINEE LTD**

Date

**MARC HAZAN**

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**ADAM BUCHLER**

Date

**ADRIAN LEVY**

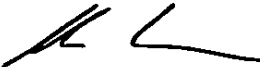
Date

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**HARRY EDWARD RUSSELL JONES**  
Date

**JENS LAPINSKI**  
Date

  
**MATTHEW WHEELER**  
Date 2-17-15

**For and on behalf of  
HOWZAT AGAIN LLP**  
Date

**For and on behalf of  
PLAYFAIR CAPITAL INVESTMENT NOMINEE LTD**  
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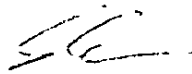
**HARRY EDWARD RUSSELL JONES**  
Date

**JENS LAPINSKI**  
Date

**MATTHEW WHEELER**  
Date

**For and on behalf of  
HOWZAT AGAIN LLP**  
Date

*29/10/2016*



*Approved by the Board of Directors  
on 29/10/2016*

**For and on behalf of  
PLAYFAIR CAPITAL INVESTMENT NOMINEE LTD**  
Date

**MARC HAZAN**  
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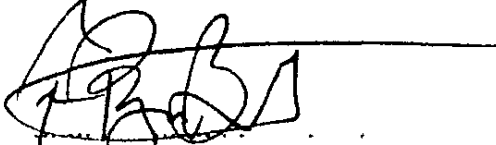
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Date:



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**PLAYFAIR CAPITAL INVESTMENT NOMINEE LTD**  
Date: 2-17-15

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~~**ADAM BUCHLER**~~  
Date

MARC HAZAN

**ADRIAN LEVY**  
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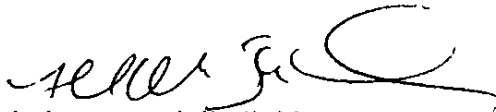
**JENS LAPINSKI**  
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For and on behalf of  
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Date

**MARC HAZAN**  
Date

  
**ADAM BUCHLER**  
Date 21-04-15

**ADRIAN LEVY**  
Date.

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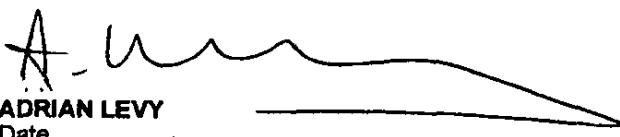
**MATTHEW WHEELER**  
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**MARC HAZAN**  
Date

**ADAM BUCHLER**  
Date

  
**ADRIAN LEVY**  
Date 21/04/15

**[SIGNATURE PAGE TO THE APPEAR HERE WRITTEN RESOLUTION]**



By  
MMC LONDON FUND LP  
acting by its manager  
MMC VENTURES LIMITED

Date: 20/4/15

For and on behalf of  
MEYER BERGMAN  
Date.

MARC BOYAN  
Date

CHRISTOPHER LOWDER  
Date

Signed by )  
BALDERTON CAPITAL V, L.P )

By Balderton Capital Partners V, )  
L P, its general partner )


By: Balderton Capital General )  
Partner V, LLC, its general partner )

Authorised signatory

Date

[SIGNATURE PAGE TO THE APPEAR HERE WRITTEN RESOLUTION]

By  
MMC LONDON FUND LP  
acting by its manager  
MMC VENTURES LIMITED  
Date

  
Chris Cochrane

For and on behalf of  
MB III Guernsey Limited  
Date 2-4-15

MARC BOYAN  
Date

CHRISTOPHER LOWDER  
Date

Signed by	)	
BALDERTON CAPITAL V, L.P.	)	
	)	
By Balderton Capital Partners V,	)	
L P, its general partner	)	
	)	
By Balderton Capital General	)	
Partner V, LLC, its general partner	)	Authorised signatory
	)	


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By  
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MMC VENTURES LIMITED  
Date

For and on behalf of  
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Date

  
MARC BOYAN  
Date. 15/15

CHRISTOPHER LOWDER  
Date

Signed by )  
BALDERTON CAPITAL V, L.P. )

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L P, its general partner )

By Balderton Capital General  
Partner V, LLC, its general partner )

Authorised signatory

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MMC VENTURES LIMITED  
Date

For and on behalf of  
MB III Guernsey Limited  
Date

MARC BOYAN  
Date

  
CHRISTOPHER LOWDER  
Date: 25/6/2015

Signed by )

BALDERTON CAPITAL V, L.P. )

By Balderton Capital Partners V,  
L P , its general partner )

By Balderton Capital General  
Partner V, LLC, its general partner )

Authorised signatory

Date

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Date


MARC BOYAN  
Date

CHRISTOPHER LOWDER  
Date

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By. Balderton Capital Partners V, )  
L P, its general partner )

By Balderton Capital General )  
Partner V, LLC, its general partner )

  
Authorised signatory

Andrew Carré  
Manager

Date: 20/4/15

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