

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**  
**of**  
**IWOCA LTD (the Company)**  
**CIRCULATED ON 20 February 2023**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the resolution at paragraph 1 below is passed as an ordinary resolution (the **Ordinary Resolution**) and the resolution at paragraph 2 below is passed a special resolution (the **Special Resolution**) (together the **Resolutions**).

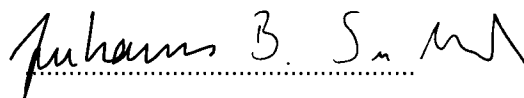
**Ordinary Resolution**

1. THAT, for the purposes of section 551 of the Companies Act 2006, the directors be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company and grant rights to subscribe for or convert any security into shares in the Company (**relevant securities**) up to an aggregate nominal amount of £1.30433 and this authority shall expire on the fifth anniversary of the date of this resolution but may be previously revoked or varied or renewed and so that the Company may, before such expiry, revocation or variation of this authority, make any offer or agreement which would or might require relevant securities to be allotted after such expiry, revocation or variation, and the directors may allot relevant securities in pursuance of any such offer or agreement as if such authority had not expired or been revoked or varied.

**Special Resolution**

2. THAT the Articles of Association of the Company be amended by replacing the words “the grant of options to subscribe for up to 704,330 Ordinary Shares under an employee share option plan” in clause 4.2.2 with the words “the grant of options to subscribe for up to 1,304,330 Ordinary Shares under an employee share option plan”.

Signed for and on behalf of  
**ACTON GMBH & CO HEUREKA II KG**



Date:

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Signed for and on behalf of  
**ADVENTURE CORPORATE HOLDINGS LIMITED**

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Date:

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Signed by  
**ROBERTAS ALUZAS**

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Date:

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Signed by  
**ANDREAS ASLAKSEN ARISTIZABAL**

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Date:

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Signed by  
**AVI ASHKENAZI**

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Date:

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Signed by  
**GEORGES ASSI**

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Date:

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Signed for and on behalf of  
**AUGMENTUM FINTECH PLC**

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Date:

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Signed by  
**DENNY BALDINI**

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Date:

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Signed by  
**MICHAEL PETER BAPTISTA**

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Date:

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Signed for and on behalf of  
**ACTON GMBH & CO HEUREKA II KG**

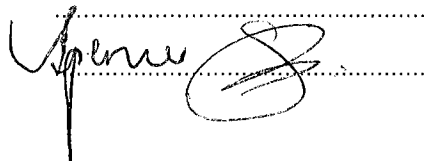
Date:

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Signed for and on behalf of  
**ADVENTURE CORPORATE HOLDINGS LIMITED**

Date:

For and on behalf of Corpserve Ltd  
As sole corporate director of *Adventure Corporate Holdings Limited*



Signed by  
**ROBERTAS ALUZAS**

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Date:

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Signed by  
**ANDREAS ASLAKSEN ARISTIZABAL**

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Date:

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Signed by  
**AVI ASHKENAZI**

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Signed by  
**GEORGES ASSI**

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Date:

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**AUGMENTUM FINTECH PLC**

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Date:

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Signed by  
**DENNY BALDINI**

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Date:

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Signed by  
**MICHAEL PETER BAPTISTA**

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Date:

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Signed for and on behalf of  
**ACTON GMBH & CO HEUREKA II KG**

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Date:

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Signed for and on behalf of  
**ADVENTURE CORPORATE HOLDINGS LIMITED**

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Date:

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Signed by  
**ROBERTAS ALUZAS**

*Robertas Aluzas*  
Robertas Aluzas (Feb 20, 2023 16:17 GMT)

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Date:

20/02/2023  
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Signed by  
**ANDREAS ASLAKSEN ARISTIZABAL**

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Date:

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Signed by  
**AVI ASHKENAZI**

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Date:

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Signed by  
**GEORGES ASSI**

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Date:

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Signed for and on behalf of  
**AUGMENTUM FINTECH PLC**

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Date:

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Signed by  
**DENNY BALDINI**

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Date:

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Signed by  
**MICHAEL PETER BAPTISTA**

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Signed by  
**AVI ASHKENAZI**

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Date:

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Signed by  
**GEORGES ASSI**

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Date:

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Signed for and on behalf of  
**AUGMENTUM FINTECH PLC**

  
timothy.levene@augmentor.com (Feb 20, 2023 15:37 GMT)

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Date:

20/02/2023.....

Signed by  
**DENNY BALDINI**

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Date:

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Signed by  
**MICHAEL PETER BAPTISTA**

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Date:

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Signed for and on behalf of  
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Signed by  
**GEORGES ASSI**

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Date:

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Signed for and on behalf of  
**AUGMENTUM FINTECH PLC**

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Date:

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Signed by  
**DENNY BALDINI**



Date:

23/02/2023

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Signed by  
**MICHAEL PETER BAPTISTA**

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Date:

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Signed by  
**WILLIAM BERRY**



Date:

20.02.22

Signed by  
**MARK BETTELS**

Date:

Signed for and on behalf of  
**BEYOND DIGITAL LIMITED**

Date:

Signed by  
**KEITH BRADBURY**

Date:

Signed by  
**PATRICK BRENNAN**

Date:

Signed for and on behalf of  
**BROAD PEAK LIMITED**

Date:

Signed by  
**LAURENCE BUTCHER**

Date:

Signed by  
**WEIYI CAO**

Date:

Signed by  
**AUSTIN CARPENTER**

Date:

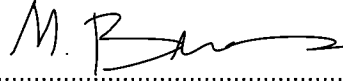
Signed by  
**WILLIAM BERRY**

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Date:

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Signed by  
**MARK BETTELS**



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Date:

February 20th, 2023

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Signed for and on behalf of  
**BEYOND DIGITAL LIMITED**

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Date:

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Signed by  
**KEITH BRADBURY**

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Date:

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Signed by  
**PATRICK BRENNAN**

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Date:

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Signed for and on behalf of  
**BROAD PEAK LIMITED**

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Date:

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Signed by  
**LAURENCE BUTCHER**

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Date:

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Signed by  
**WEIYI CAO**

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Signed by  
**AUSTIN CARPENTER**

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Date:

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Signed by  
**WILLIAM BERRY**

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Date:

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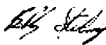
Signed by  
**MARK BETTELS**

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Date:

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Signed for and on behalf of  
**BEYOND DIGITAL LIMITED**



Jon Taylor (Feb 23, 2023 16:59 GMT)

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Date:

23/02/2023

23/02/2023

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Signed by  
**KEITH BRADBURY**

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Date:

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Signed by  
**PATRICK BRENNAN**

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Date:

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Signed for and on behalf of  
**BROAD PEAK LIMITED**

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Date:

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Signed by  
**LAURENCE BUTCHER**

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Signed by  
**WEIYI CAO**

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Date:

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Signed by  
**AUSTIN CARPENTER**

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Signed by  
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Date:

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Signed by  
**MARK BETTELS**

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Date:

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Signed for and on behalf of  
**BEYOND DIGITAL LIMITED**

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Date:

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Signed by  
**KEITH BRADBURY**

  
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Keith Bradbury (Feb 20, 2023 20:34 GMT)

Date:

20/02/2023  
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Signed by  
**PATRICK BRENNAN**

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Date:

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Signed for and on behalf of  
**BROAD PEAK LIMITED**

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Date:

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Signed by  
**LAURENCE BUTCHER**

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Date:

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Signed by  
**WEIYI CAO**

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Date:

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Signed by  
**AUSTIN CARPENTER**


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Date:

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Signed for and on behalf of  
**CCMS INVEST GMBH**

Date:

  
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20/21/2023  
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Signed by  
**KRISSIE CHAPLEO**

Date:

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Signed by  
**MICHAL CHRUSZCZ**

Date:

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Signed for and on behalf of  
**CLERMONT TRUST (SWITZERLAND) S.A.**

Date:

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Signed by  
**JACK COLLIS**

Date:

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Signed for and on behalf of  
**COMMERZVENTURES BETEILIGUNGS GMBH &  
CO KG**

Date:

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Signed for and on behalf of  
**DECISION TECHNOLOGY LIMITED**

Date:

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Signed by  
**JAMES DAVID CHARLES DEAR**

Date:

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Signed by  
**SEEMA DESAI**

Date:

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Signed for and on behalf of  
**CCMS INVEST GMBH**

Date:

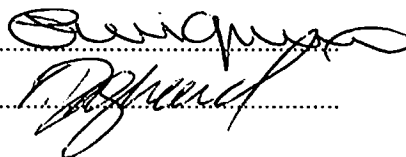
Signed by  
**KRISSIE CHAPLEO**

Date:

Signed by  
**MICHAL CHRUSZCZ**

Date:

Signed for and on behalf of  
**CLERMONT TRUST (SWITZERLAND) S.A.**  
as trustee of the Frontier Investment Trust  
Date:



Signed by  
**JACK COLLIS**

Date:

Signed for and on behalf of  
**COMMERZVENTURES BETEILIGUNGS GMBH & CO KG**

Date:

Signed for and on behalf of  
**DECISION TECHNOLOGY LIMITED**

Date:

Signed by  
**JAMES DAVID CHARLES DEAR**

Date:

Signed by  
**SEEMA DESAI**

Date:

Signed for and on behalf of  
**CCMS INVEST GMBH**

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Date:

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Signed by  
**KRISSIE CHAPLEO**

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Date:

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Signed by  
**MICHAL CHRUSZCZ**

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Date:

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Signed for and on behalf of  
**CLERMONT TRUST (SWITZERLAND) S.A.**

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Date:

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Signed by  
**JACK COLLIS**

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Date:

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Signed for and on behalf of  
**COMMERZVENTURES BETEILIGUNGS GMBH & CO KG**

Patrick Meisberger Paul Morgenthaler  
Patrick Meisberger (Feb 23, 2023 17:55 GMT+1) Paul Morgenthaler (Feb 24, 2023 13:58 GMT+1)

Date:

23/02/2023 24/02/2023

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Signed for and on behalf of  
**DECISION TECHNOLOGY LIMITED**

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Date:

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Signed by  
**JAMES DAVID CHARLES DEAR**

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Date:

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Signed by  
**SEEMA DESAI**

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Date:

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Signed for and on behalf of  
**CCMS INVEST GMBH**

Date:

Signed by  
**KRISSIE CHAPLEO**

Date:

Signed by  
**MICHAL CHRUSZCZ**

Date:

Signed for and on behalf of  
**CLERMONT TRUST (SWITZERLAND) S.A.**

Date:

Signed by  
**JACK COLLIS**

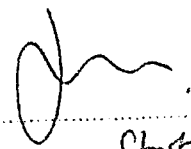
Date:

Signed for and on behalf of  
**COMMERZVENTURES BETEILIGUNGS GMBH &  
CO KG**

Date:

Signed for and on behalf of *Capital*  
**DECISION TECHNOLOGY LIMITED**

Date *22 Feb 2023*

x   
*Henry Stott, Director*

Signed by  
**JAMES DAVID CHARLES DEAR**

Date:

Signed by  
**SEEMA DESAI**

Date:

Signed for and on behalf of  
**CCMS INVEST GMBH**

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Date:

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Signed by  
**KRISSIE CHAPLEO**

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Date:

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Signed by  
**MICHAL CHRUSZCZ**

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Date:

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Signed for and on behalf of  
**CLERMONT TRUST (SWITZERLAND) S.A.**

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Date:

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Signed by  
**JACK COLLIS**

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Date:

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Signed for and on behalf of  
**COMMERZVENTURES BETEILIGUNGS GMBH &  
CO KG**

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Date:

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Signed for and on behalf of  
**DECISION TECHNOLOGY LIMITED**

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Date:

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Signed by  
**JAMES DAVID CHARLES DEAR**

  
James.Dear (Feb 27, 2023 13:19 GMT).....

Date:

27/02/2023  
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Signed by  
**SEEMA DESAI**

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Date:

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Signed by  
**GABRIEL DUONG**

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Date:

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Signed by  
**BARTOSZ DZIENDZIK**

.....

Date:

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Signed by  
**MICHAEL ELALOUF**

*Michael Elalouf*  
Michael Elalouf (Feb 21, 2023 10:59 GMT+1)  
.....

Date:

21/02/2023  
.....

Signed for and on behalf of  
**GLOBAL FOUNDERS CAPITAL GMBH & CO.  
BETEILIGUNGS KG NR. 1**

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Date:

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Signed for and on behalf of  
**GFC GLOBAL FOUNDERS CAPITAL GMBH**

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Date:

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Signed for and on behalf of  
**FELIX HAAS BETEILIGUNGS GMBH**

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Date:

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Signed for and on behalf of  
**FINPART B.V.**

.....

Date:

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Signed by  
**LARA-LOUISE GILMAN**

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Date:

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Signed by  
**PIERCE GLENNIE**

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Date:

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Signed by  
**GABRIEL DUONG**

Date: .....

Signed by  
**BARTOSZ DZIENDZIK**

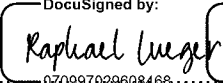
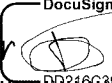
Date: .....

Signed by  
**MICHAEL ELALOUF**

Date: .....

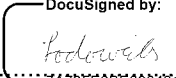
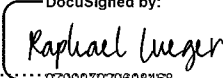
Signed for and on behalf of  
**GLOBAL FOUNDERS CAPITAL GMBH & CO.  
BETEILIGUNGS KG NR. 1**

Date: .....

DocuSigned by:  DocuSigned by:   
070997029608468... DD216G398746424...  
Raphael Lueger Julien de Mayer

Signed for and on behalf of  
**GFC GLOBAL FOUNDERS CAPITAL GMBH**

Date: .....

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7A735E6BE600431... 070997029608468...  
Arnd LodowicksRaphael Lueger

Signed for and on behalf of  
**FELIX HAAS BETEILIGUNGS GMBH**

Date: .....

Signed for and on behalf of  
**FINPART B.V.**

Date: .....

Signed by  
**LARA-LOUISE GILMAN**

Date: .....

Signed by  
**PIERCE GLENNIE**

Date: .....

Signed by  
**GABRIEL DUONG**

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Date:

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Signed by  
**BARTOSZ DZIENDZIK**

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Date:

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Signed by  
**MICHAEL ELALOUF**

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Date:

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Signed for and on behalf of  
**GLOBAL FOUNDERS CAPITAL GMBH & CO.  
BETEILIGUNGS KG NR. 1**

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Date:

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Signed for and on behalf of  
**GFC GLOBAL FOUNDERS CAPITAL GMBH**

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Date:

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Signed for and on behalf of  
**FELIX HAAS BETEILIGUNGS GMBH**



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Munich Feb 21th 2023

Date:

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Signed for and on behalf of  
**FINPART B.V.**

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Date:

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Signed by  
**LARA-LOUISE GILMAN**

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Date:

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Signed by  
**PIERCE GLENNIE**

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Date:

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Signed by  
**GABRIEL DUONG**

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Signed by  
**BARTOSZ DZIENDZIK**

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BETEILIGUNGS KG NR. 1**

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**GFC GLOBAL FOUNDERS CAPITAL GMBH**

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Date:

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Signed for and on behalf of  
**FELIX HAAS BETEILIGUNGS GMBH**

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Date:

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Signed for and on behalf of  
**FINPART B.V.**

  
Thomas van Zanten (Feb 27, 2023 09:48 GMT+1) F van der Harst (Feb 27, 2023 10:56 GMT+1)

Date:

27/02/2023

27/02/2023

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Signed by  
**LARA-LOUISE GILMAN**

.....

Date:

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Signed by  
**PIERCE GLENNIE**

.....

Date:

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Signed for and on behalf of  
**GMO GFF LIMITED PARTNERSHIP**

.....

Date:

.....

Signed for and on behalf of  
**GMO PAYMENT GATEWAY INC.**

.....

Date:

.....

Signed by  
**COLIN GOLDSTEIN**

*Colin Goldstein*  
.....

Date:

21/02/2023  
.....

Signed for and on behalf of  
**10X GMBH**

.....

Date:

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Signed by  
**ADRIAN GRUETTER**

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Date:

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Signed by  
**ALEX HAN**

.....

Date:

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Signed by  
**TIM HANFORD**

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Date:

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Signed by  
**WILLIAM HAYES**

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Date:

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Signed by  
**PHILIPPE HOHLFELD**

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Date:

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Signed for and on behalf of  
**GMO GFF LIMITED PARTNERSHIP**

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Date:

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Signed for and on behalf of  
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Date:

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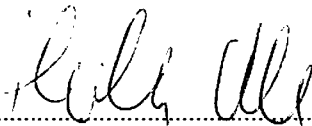
Signed by  
**COLIN GOLDSTEIN**

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Date:

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Signed for and on behalf of  
**10X GMBH**  
(Heike Kuhl - Authorized Officer)  
Date:

  
February 22nd 2023

Signed by  
**ADRIAN GRUETTER**

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Date:

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Signed by  
**ALEX HAN**

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Date:

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Signed by  
**TIM HANFORD**

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Date:

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Signed by  
**WILLIAM HAYES**

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Date:

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Signed by  
**PHILIPPE HOHLFELD**

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Date:

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Signed for and on behalf of  
**GMO GFF LIMITED PARTNERSHIP**

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Signed by  
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Date:

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Signed for and on behalf of  
**10X GMBH**

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Date:

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Signed by  
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Signed by  
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Date:

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Signed by  
**TIM HANFORD**

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Signed by  
**WILLIAM HAYES**

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Date:

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**PHILIPPE HOHLFELD**

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Date:

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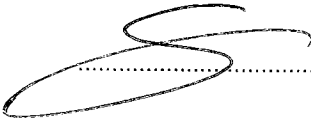
Signed by  
**SIMON HUGHES**

Date:

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Signed for and on behalf of  
**IVCM TRUSTEES (GIBRALTAR) LIMITED**

Date: 22/2/2023



.....  
**Gary Wood - Director**  
**IVCM Trustees (Gibraltar) Limited**  
.....  
**215B Neptune House, Marina Bay, Gibraltar GX11 1AA**  
**Tel: +350 200 69290 - Email: gibraltar@ivcm.com**  
**GFSC Licence No. 18677**

Signed by  
**SHIQI JIA**

Date:

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Signed by  
**MATTHEW KNOWLES**

Date:

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Signed by  
**ALEKSEI KUPRIN**

Date:

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Signed by  
**STEPHEN KYRIACOU**

Date:

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Signed by  
**VASSO LOIZOU**

Date:

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Signed by  
**MILOSZ MAZURKIEWICZ**

Date:

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Signed for and on behalf of  
**MI INVESTMENT HOLDING LTD**

Date:

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Signed by  
**SIMON HUGHES**

.....

Date:

.....

Signed for and on behalf of  
**IVCM TRUSTEES (GIBRALTAR) LIMITED**

.....

Date:

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Signed by  
**SHIQI JIA**

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Date:

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Signed by  
**MATTHEW KNOWLES**

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Date:

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Signed by  
**ALEKSEI KUPRIN**

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Date:

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Signed by  
**STEPHEN KYRIACOU**

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Date:

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Signed by  
**VASSO LOIZOU**

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Date:

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Signed by  
**MILOSZ MAZURKIEWICZ**

.....

Date:

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Signed for and on behalf of  
**MI INVESTMENT HOLDING LTD**




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Date:

..... 20.02.23 .....



Signed for and on behalf of  
**Neva SGR S.p.A.**

  
.....  
Feb 24th 2023  
.....

Date:

Signed for and on behalf of  
**HEVELLA CAPITAL GMBH & CO. KGAA**

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Date:

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Signed for and on behalf of  
**ODRB LIMITED**

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Date:

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Signed for and on behalf of  
**P2P EQUITY PARTNERS II, LLC**

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Date:

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Signed for and on behalf of  
**P2P EQUITY PARTNERS, LLC**

.....

Date:

.....

Signed for and on behalf of  
**PRIME IV HOLDING 10 B.V.**

.....

Date:

.....

Signed for and on behalf of  
**REDLINE CAPITAL MANAGEMENT S.A.**

.....

Date:

.....

Signed by  
**CHRISTOPH RIECHE**

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Date:

.....

Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS  
(EURO)**

.....

Date:

.....

Signed for and on behalf of  
**Neva SGR S.p.A.**

.....

Date:

.....

Signed for and on behalf of  
**HEVELLA CAPITAL GMBH & CO. KGAA**

*Rolf Elgeti*  
Rolf Elgeti (Feb 20, 2023 17:55 GMT+1)

.....

Date:

20/02/2023.....

Signed for and on behalf of  
**ODRB LIMITED**

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Date:

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**P2P EQUITY PARTNERS II, LLC**

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**REDLINE CAPITAL MANAGEMENT S.A.**

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Signed by  
**CHRISTOPH RIECHE**

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Date:

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**ROCKET INTERNET CAPITAL PARTNERS SCS  
(EURO)**

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Signed for and on behalf of  
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Date:

**Feb 20 2023**.....

Signed for and on behalf of  
**P2P EQUITY PARTNERS, LLC**

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Date:

**Feb 20 2023**.....

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Signed by  
**CHRISTOPH RIECHE**

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Date:

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Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS  
(EURO)**

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Signed for and on behalf of  
**P2P EQUITY PARTNERS, LLC**

Date:

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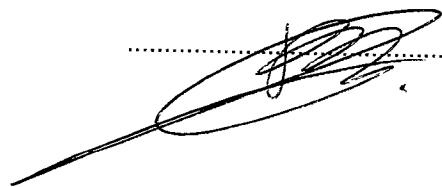
Signed for and on behalf of  
**PRIME IV HOLDING 10 B.V.**

Date:

P. W. Her  
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Signed for and on behalf of  
**REDLINE CAPITAL MANAGEMENT S.A.**

Date:

  
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Signed by  
**CHRISTOPH RIECHE**

Date:

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Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS  
(EURO)**

Date:

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Signed for and on behalf of  
**Neva SGR S.p.A.**

Date:

Signed for and on behalf of  
**HEVELLA CAPITAL GMBH & CO. KGAA**

Date:

Signed for and on behalf of  
**ODRB LIMITED**

Date:

Signed for and on behalf of  
**P2P EQUITY PARTNERS II, LLC**

Date:

Signed for and on behalf of  
**P2P EQUITY PARTNERS, LLC**

Date:

Signed for and on behalf of  
**PRIME IV HOLDING 10 B.V.**

Date:

Signed for and on behalf of  
**REDLINE CAPITAL MANAGEMENT S.A.**

*signing on behalf of Redline Capital Fund SCS*  
Date: *28 February 2023*  
*Legal successor*  
*of Redline Capital*  
*Fund FCP-FIS)*

*(Tatiana*  
*Evtushenkova)*  
*manager*  
*(Dmitry Zakurnayev)*  
*Managing Director*

Signed by  
**CHRISTOPH RIECHE**

Date:

Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS**  
**(EURO)**

Date:

Signed for and on behalf of  
**Neva SGR S.p.A.**

Date:

Signed for and on behalf of  
**HEVELLA CAPITAL GMBH & CO. KGAA**

Date:

Signed for and on behalf of  
**ODRB LIMITED**

Date:

Signed for and on behalf of  
**P2P EQUITY PARTNERS II, LLC**

Date:

Signed for and on behalf of  
**P2P EQUITY PARTNERS, LLC**

Date:

Signed for and on behalf of  
**PRIME IV HOLDING 10 B.V.**

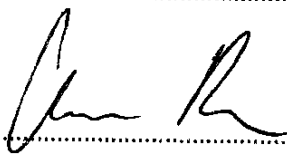
Date:

Signed for and on behalf of  
**REDLINE CAPITAL MANAGEMENT S.A.**

Date:

Signed by  
**CHRISTOPH RIECHE**

Date:

  
23/2/2023

Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS  
(EURO)**

Date:

Signed for and on behalf of  
**Neva SGR S.p.A.**

.....

Date:

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Signed for and on behalf of  
**HEVELLA CAPITAL GMBH & CO. KGAA**

.....

Date:

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Signed for and on behalf of  
**ODRB LIMITED**

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Date:

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Signed for and on behalf of  
**P2P EQUITY PARTNERS II, LLC**

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Date:

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Signed for and on behalf of  
**P2P EQUITY PARTNERS, LLC**

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Date:

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Signed for and on behalf of  
**PRIME IV HOLDING 10 B.V.**

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Date:

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Signed for and on behalf of  
**REDLINE CAPITAL MANAGEMENT S.A.**

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Date:

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Signed by  
**CHRISTOPH RIECHE**

.....

Date:

.....

Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS (EURO)**

DocuSigned by:  
*Thomas Pire*  
D2244F03B4114D4.....

DocuSigned by:  
*Julien De Mayer*  
59943E18A5D4F4.....

Thomas Pire

Julien De Mayer

Date:

.....  
Manager

.....  
Manager

Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS**

Date:

DocuSigned by:  
*Thomas Pire*  
D2244F03B4114D4...

Thomas Pire  
.....  
Manager

DocuSigned by:  
*Julien De Mayer*  
50849E18ABB84F4...

Julien De Mayer  
.....  
Manager

Signed for and on behalf of  
**ROZES P2P PARTNERS LIMITED**

Date:

.....

Signed by  
**MARC IVOR RUBINSTEIN**

Date:

.....

Signed by  
**NICK SARAC**

Date:

.....

Signed by  
**CARL-OLAV SCHEIBLE**

Date:

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Signed by  
**OLIVER SCHMID**

Date:

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Signed by  
**JODI SHER**

Date:

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Signed by  
**FALK SIEGEL**

Date:

.....

Signed by  
**ANDERS SKEINI**

Date:

.....



Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS**

Date:

Signed for and on behalf of  
**ROZES P2P PARTNERS LIMITED**

Date:

Walter Solti

22-feb-2023

Signed by  
**MARC IVOR RUBINSTEIN**

Date:

Signed by  
**NICK SARAC**

Date:

Signed by  
**CARL-OLAV SCHEIBLE**

Date:

Signed by  
**OLIVER SCHMID**

Date:

Signed by  
**JODI SHER**

Date:

Signed by  
**FALK SIEGEL**

Date:

Signed by  
**ANDERS SKEINI**

Date:

Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS** .....

Date: .....

Signed for and on behalf of  
**ROZES P2P PARTNERS LIMITED** .....

Date: .....

Signed by  
**MARC IVOR RUBINSTEIN** Marc Rubinstein  
Marc Rubinstein (Feb 20, 2023 16:22 GMT) .....

Date: 20/02/2023 .....

Signed by  
**NICK SARAC** .....

Date: .....

Signed by  
**CARL-OLAV SCHEIBLE** .....

Date: .....

Signed by  
**OLIVER SCHMID** .....

Date: .....

Signed by  
**JODI SHER** .....

Date: .....

Signed by  
**FALK SIEGEL** .....

Date: .....

Signed by  
**ANDERS SKEINI** .....

Date: .....

Signed for and on behalf of  
**ROCKET INTERNET CAPITAL PARTNERS SCS** .....

Date: .....

Signed for and on behalf of  
**ROZES P2P PARTNERS LIMITED** .....

Date: .....

Signed by  
**MARC IVOR RUBINSTEIN** .....

Date: .....

Signed by  
**NICK SARAC** .....

Date: .....

Signed by  
**CARL-OLAV SCHEIBLE** *Carl-Olav Scheible*  
Carl-Olav Scheible (Feb 22, 2023 14:50 GMT+1) .....

Date: 22/02/2023 .....

Signed by  
**OLIVER SCHMID** .....

Date: .....

Signed by  
**JODI SHER** .....

Date: .....

Signed by  
**FALK SIEGEL** .....

Date: .....

Signed by  
**ANDERS SKEINI** .....

Date: .....

Signed by  
**JEREMY TAYLOR**

.....

Date:

.....

Signed by  
**VIKTORIA TCHOUDAKOV**

.....

Date:

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Signed for and on behalf of  
**INTERTRUST EMPLOYEE BENEFIT TRUSTEE  
LIMITED AS TRUSTEE OF THE IWOCA EMPLOYEE  
BENEFIT TRUST**

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Date:

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Signed by  
**PHILIPP WESSEL**

  
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Philipp J. Wessel (Mar 6, 2023 15:21 GMT).....

Date:

06/03/2023  
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Signed by  
**MARIUSZ ZABROCKI**

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Date:

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Signed by  
**DOMINIC ZIJLSTRA**

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Date:

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## EXPLANATORY STATEMENT TO MEMBER

(This explanatory statement is not part of any proposed Resolutions.)

- 1 This document is proposed by the Board of Directors of the Company.
- 2 This document is sent to members on **20 February 2023 (Circulation Date)**.
- 3 **Eligible members** are the members who are entitled to vote on the Resolutions on the Circulation Date.
- 4 You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:
  - (a) **By Hand:** delivering the signed copy to 101 New Cavendish Street, London, W1W 6XH marked "for the attention of Kate Luton and Ani Goljan".
  - (b) **Post:** returning the signed copy by post to 101 New Cavendish Street, London, W1W 6XH , marked "for the attention of Kate Luton and Ani Goljan".
  - (c) **Email:** by attaching a scanned copy of the signed document to an e-mail and sending it to cosec@iwoca.co.uk. Please enter "Written resolutions dated 20 February 2023" in the email subject box.
- If you do not agree with any of the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
- 5 Once you have indicated your agreement to any of the Resolutions, you may not revoke your agreement.
- 6 To be valid, the Resolutions must be received no later than within 28 days of the Circulation Date. The agreement of a member to a written resolution proposed under the Companies Act 2006 is ineffective if signified after this date.
- 7 If the Resolutions are not received by this time your vote will not count. Unless sufficient eligible members sign and return this by that deadline, the proposed Resolutions will lapse.
- 8 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.
- 9 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.