

Company number: 08265501

PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
RESPOKE LIMITED
("Company")

Circulation Date: 7 JUNE 2017

Passed on: 7 JUNE 2017

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the following resolution be passed as an ordinary resolution (the "Resolution").

RESOLUTIONS

1. THAT, in accordance with section 551 of the Act, the directors be unconditionally authorised to allot 196,993 ordinary B shares of £0.0001 each in the capital of the Company up to an aggregate nominal amount of £19.6993 pursuant to the Unapproved and EMI Share Option Plan, each having the respective rights and subject to the respective restrictions set out in the articles of association of the Company. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of the passing 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.

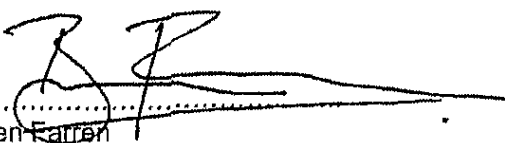
This authority is in addition to any existing authorities conferred on the Directors in accordance with section 551 of the Act.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions, hereby irrevocably agrees to the




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Ben Farrer

Date
20/6/2017
.....

.....
Fred Brodsky

.....
Darla Brodsky

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Ingenious Managed Shareholders (managed by Ingenious
and shares held by Reyker Nominees Ltd as nominee for
the Ingenious Managed Shareholders)

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FP (shares held by FGP Nominees Ltd as nominee for FP)

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James Hart

.....
Seedcamp III LP

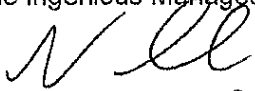
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Capita IRG Trustees (Nominees) Ltd as nominee for
AngelList

.....
Oxford Funds (shares held by Share Nominees as nominee
for Oxford Funds)

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Andrew Heffernan

.....
Robert Easton (shares held by Share Nominees Ltd as
nominee for Robert Easton)

Resolutions:

	Date
..... Ben Farren
..... Fred Brodsky
..... Darla Brodsky
..... Ingenious Managed Shareholders (managed by Ingenious and shares held by Reyker Nominees Ltd as nominee for the Ingenious Managed Shareholders)
 FP (shares held by FGP Nominees Ltd as nominee for FP)
..... James Hart
..... Seedcamp III LP
..... Capita IRG Trustees (Nominees) Ltd as nominee for AngelList
..... Oxford Funds (shares held by Share Nominees as nominee for Oxford Funds)
..... Andrew Heffernan

Date

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Ben Farren

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Fred Brodsky

.....
Darla Brodsky

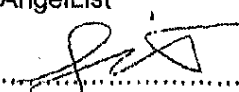
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Robert Easton (shares held by Share Nominees Ltd as
nominee for Robert Easton)

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Derek Lovelock

.....
Movement Trading BV

.....
James Root

NOTES

1. To signify his/her agreement to the proposed resolutions set out above each eligible member is requested to sign and date these proposed written resolutions and return them to the Company at its registered office. Once eligible members have signified their agreement to the proposed resolutions their agreement may not be revoked.
2. These proposed written resolutions will lapse if they are not passed before the end of 28 days beginning with the day on which this document is circulated to eligible members.
3. An eligible member may send a scanned signed copy of these proposed written resolutions to ben@spoke-london.com but the original must be posted as specified in note 1.