

Company Number: 08302549

**PRIVATE COMPANY LIMITED BY SHARES**  
**PRINT RESOLUTION**  
**OF**  
**LENDING WORKS LIMITED**  
**(the "Company")**

**PASSED AS WRITTEN RESOLUTIONS**

Passed on: 26<sup>th</sup> April 2017

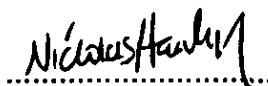
In accordance with Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**") and the Articles of Association of the Company, resolution 1 below was passed as an ordinary resolution and resolution 2 below was passed as a special resolution:

**ORDINARY RESOLUTION**

1. THAT in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £332.47 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the Circulation Date, save that the Company may before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

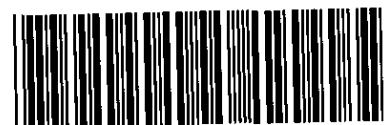
**SPECIAL RESOLUTION**

2. THAT, subject to the passing or resolution 1, all pre-emption rights and other restrictions attaching to the allotment and issue of shares in the Company, whether contained in the articles of association of the Company or otherwise, be and hereby are waived and disapplied in relation to: (i) the proposed allotment and issue of, in aggregate, 4,281 Ordinary A Shares of £0.01 each in the Company on or around the date of this resolution to Northern Venture Trust plc, Northern 2 VCT plc, Northern 3 VCT plc and NVM Nominees Limited, and (ii) the proposed allotment and issue of, in aggregate, 28,966 Ordinary Shares of £0.01 each in the Company on or around the date of this resolution to P2P Global Investments plc, Alexander Rogers, Paul Dunbar, David Kyte and Keith Saldanha.



Director

SATURDAY



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COMPANIES HOUSE