

Company Number: 08391581

COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

VEEQO LIMITED

(the "Company")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company (the "**Directors**") propose that the resolution below be passed as a special resolution (the "**Resolution**"). The Resolution was first circulated to member(s) of the Company on November 1, 2021 (the "**Circulation Date**").

PRELIMINARY

Reference is made to a share purchase agreement entered into on August 13, 2021 between (1) Amazon Europe Core S.à r.l., (2) the Company, (3) the shareholders listed in Annex A therein, (4) Matthew Warren, and (5) Cofundit Limited (the "**SPA**").

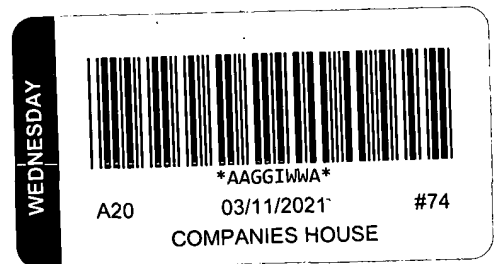
SPECIAL RESOLUTION

1. **THAT**, the articles of association attached to this Resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Company's existing articles of association.

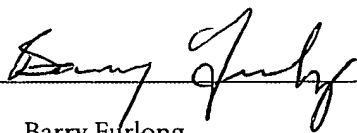
AGREEMENT

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

[Signature page to follow]



The undersigned, being the sole member entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agrees to the Resolution:

Signed: 

Name: Barry Furlong

Title: Manager Class A

Date: November 1, 2021

for and on behalf of **Amazon Europe Core S.à r.l.**

(acting as attorney for each Indemnifying Equityholder (as defined in the SPA))

[Signature page to Veeqo Limited Shareholder Resolution]

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to Kritika Mohan at Morrison & Foerster (UK) LLP, The Scalpel, 52 Lime Street, London, EC3M 7AF.
- **Post:** returning the signed copy by post to Kritika Mohan at Morrison & Foerster (UK) LLP, The Scalpel, 52 Lime Street, London, EC3M 7AF.
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to kmohan@mofo.com. Please enter "Written resolution" in the e-mail subject box.

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. However it would be helpful if you would reply, indicating your disagreement.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
3. 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.

ANNEX – ARTICLES OF ASSOCIATION