

Company Number: 09221862

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**CLEAR SCORE TECHNOLOGY LIMITED (THE "COMPANY")**

The directors of the Company propose the following resolution (the "**Resolution**") to be passed as a written resolution of the Company under Chapter 2 of Part 13 Companies Act 2006. The Resolution is proposed as a Special Resolution.

**SPECIAL RESOLUTION**

1. THAT, the articles of association of the Company be amended by the insertion of a new article to be numbered 47.9 in the following terms:

"47.9 Notwithstanding anything contained in these Articles or otherwise:

47.9.1 the directors shall not decline to register, or suspend registration of, any transfer of shares, whether or not fully paid, and a holder of shares in the Company is not required to comply with any provisions of the Articles which restrict the transfer of shares, whether or not fully paid, where such transfer:

- a. is to any bank, institution or other person which has been granted a security interest in respect of such shares, or to any nominee of such a bank, institution or other person (or a person acting as agent or security trustee, receiver or manager for such person) (each a "**Secured Institution**") (and a certificate by any such person or an employee of any such person that a security interest over the shares was so granted and the transfer was so executed shall be conclusive evidence of such facts);
- b. is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security interest over the shares; or
- c. is executed by a Secured Institution or its nominee pursuant to a power of sale or other power existing under its security interest;

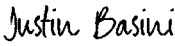
and the directors shall forthwith register any such transfer of shares upon receipt;

47.9.2 no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee and no Secured Institution or its nominee shall (in either such case) be required to offer the shares which are or are to be the subject of any transfer to the shareholders for the time being of the Company or any of them and no such shareholder shall have any right under these Articles or otherwise howsoever to require such shares to be transferred to them whether for any valuable consideration or otherwise and any pre-emption

rights conferred on existing members or any other person by these Articles shall not apply to such shares; and

47.9.3 the Company shall have no lien over shares in it which are charged or mortgaged in favour of a Secured Institution."

By order of the board

DocuSigned by:  
  
G20B8ABC41DD4F9.....  
Director

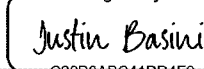
Registered in England and Wales with company no. **09221862**

Registered office: 47 Durham Street, London, United Kingdom, SE11 5JA

**Circulation Date:** 24 March **2023.** The Resolution will lapse if not passed before the end of the period of 28 days beginning with the Circulation Date.

**AGREEMENT**

We, the undersigned, being the shareholders of the Company who are entitled to vote on the Resolution on the Circulation Date, hereby signify our agreement to the Resolution.

DocuSigned by:  
  
C20B8ABC41DD4F9.....  
**FOR AND ON BEHALF OF CREDIT LASER HOLDINGS LIMITED**

24 March 2023  
**DATED**

## NOTES

- 1 You may signify your agreement to the Resolution by signing a hard copy of this document and delivering it by hand or sending it by email to any director or the registered office.
- 2 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.
- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 Unless sufficient agreement has been received for the Resolution to pass within 28 days of the circulation date, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
- 5 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.
- 6 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.