

Company number: 09750608

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**  
**- of -**  
**STREETTEAM SOFTWARE LIMITED**  
**(the "Company")**

FRIDAY



10 July 2018

(the "Circulation Date")

and passed on 22 July  
2018

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolution 2 below is passed as a special resolution (each a "Resolution" and together the "Resolutions").

**ORDINARY RESOLUTION**

		FOR	AGAINST
1	<p>That, the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company:</p> <p>(i) to constitute and issue convertible loan notes of the Company as constituted by a loan note instrument (the "Instrument") in substantially the form provided to shareholders on the Circulation Date (the "Loan Notes") in the Company, up to a maximum amount of £5,000,000; and</p> <p>(ii) to allot and issue up to a maximum nominal amount of £100.00 of shares in the capital of the Company on the subsequent conversion of the Loan Notes in accordance with their terms and the terms of the Instrument (as varied, supplemented or replaced from time to time) provided that:</p> <p>(a) the authority granted under this Resolution shall expire five years after the passing of this Resolution; and</p> <p>(b) the Company may, before such expiry under paragraph (a) above of this Resolution, make an offer or agreement which would require shares to be allotted or rights to</p>	X	

		FOR	AGAINST
	<p>subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.</p> <p>This authority is in addition to all subsisting authorities to the extent unused.</p>		

#### SPECIAL RESOLUTION

		FOR	AGAINST
2	<p>That (subject to the passing of Resolution 1 above) any and all rights of pre-emption, whether conferred by the provisions of the articles of association of the Company, under the Act, or otherwise shall not apply to, and shall be and hereby are waived by the shareholders in respect of the allotment and issue of up to a maximum nominal amount of £100.00 of shares in the capital of the Company on the subsequent conversion of the Loan Notes in accordance with their <i>terms and the terms of the Instrument (as varied, supplemented or replaced from time to time).</i></p> <p>This authority is in addition to all subsisting authorities to the extent unused.</p>	X	

#### AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above.

**Note: To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above.**

Signed:

DocuSigned by:  
*callum negus-fancey*  
.....8CC18A62E6924BC.....

Name:

callum negus-fancey  
.....  
(Print name)


For and on behalf of:

.....  
(Complete if member is a company)

Date:

7/11/2018 5:42:31 AM PDT  
.....

---

Signed:  20F57838D8F64D4

Name: Jean de La Rochebrochard  
(Print name)

For and on behalf of: Kima Ventures  
(Complete if member is a company)

Date: 7/11/2018 3:33:25 AM PDT

Signed:

DocuSigned by:  
  
5AC4E5DD0D93C434

Name:

Bamboo Venture Partners Limited

(Print name)

For and on behalf of:

Bamboo Venture Partners  
Limited

(Complete if member is a company)

Date:

7/11/2018 4:26:12 AM PDT

Signed:

DocuSigned by:  
  
17195484637741F

Name:

charles seely

(Print name)

For and on behalf of:

SGH Capital Limited

(Complete if member is a company)

Date:

7/10/2018 11:41:09 PM PDT

Signed:

DocuSigned by:  
  
SAC#2500083C434

Name:

Filip Perkon

(Print name)

For and on behalf of:

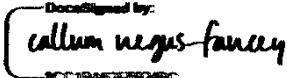
A-SON-32-FUND, A SERIES OF  
AX-BARS-FUNDS, LLC

(Complete if member is a company)

Date:

7/11/2018 4:27:15 AM PDT

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Signed:  DocuSigned by:  
callum negus-fancey  
BCC1B452E5204C

Name: callum negus-fancey  
.....  
(Print name)

For and on behalf of: Lets Go Crazy Holdings  
Limited  
.....  
(Complete if member is a company)

Date: 7/13/2018 4:42:04 AM PDT  
.....



Signed:



.....

Name:

.....RICHARD FEARN.....  
(Print name)

For and on behalf of:

.....  
(Complete if member is a company)

Date:

19 JULY 2018  
.....

Signed:

DocuSigned by:  
*Guy Livingstone*  
DS5066D12443445

Name:

Guy Livingstone

(Print name)

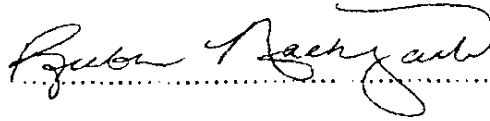
For and on behalf of:

(Complete if member is a company)

Date:

7/11/2018 2:49:37 PM PDT

Signed:



Name:

REEBA NACHTEGAAL

(Print name)

For and on behalf of:

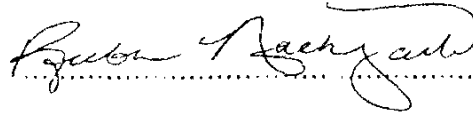
KINDRED CAPITAL GP SARL on behalf of  
Kindred Capital Opportunity Fund I SCSp

(Complete if member is a company)

Date:

20/07/2018

Signed:



Name:

REEBA NACHTEGAELE

(Print name)

KINDRED CAPITAL GP SARL on behalf of  
Kindred Capital Base Fund I SCSp

For and on behalf of:

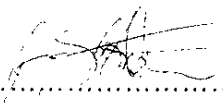
(Complete if member is a company)

Date:

20/07/2018

---

Signed:



Name:

Andrew Blackstone

(Print name)

For and on behalf of:

SAATCHIINVEST LTD

(Complete if member is a company)

Date:

18 JULY 2018

Signed:

DocuSigned by:  
*Ken Costa*

630G1B4G8DQ44EA.....

Name:

Ken Costa

(Print name)

For and on behalf of:

(Complete if member is a company)

Date:

7/19/2018 4:37:46 AM PDT

Signed:

Name:

For and on behalf of:

Date:

TIM HUTCHINS GAVIN CARROTHERS

(Print name)

BAKED 1 OP LIMITED AS GENERAL PARTNER OF

BAKED 1 LP

(Complete if member is a company)

18 JULY 2018

Signed:

DocuSigned by:  
*Tim Fong*  
.....386AEDB55C484C6.....

Name:

Tim Fong  
.....  
(Print name)

For and on behalf of:

Fong Ventures Inc  
.....  
(Complete if member is a company)

Date:

7/17/2018 5:05:07 PM PDT  
.....



Signed:

Decoded by:  
*William McQuillan*  
3182153475004ED

Name:

william Mcquillan

(Print name)

For and on behalf of:

FRONTLINE VENTURE FUND 1 LIMITED PARTNERSHIP

(Complete if member is a company)

Date:

7/17/2018 5:22:55 PM BST

Signed:

DocuSigned by:  
*Andrew Citores*  
.....67E2D1C13C994C8.....

Name:

Andrew Citores  
.....

(Print name)


For and on behalf of:

.....  
(Complete if member is a company)

Date:

7/11/2018 5:01:28 AM PDT  
.....

Signed:

DocuSigned by:  
  
.....9B45E97CD342464.....

Name:

Allan Teruel  
.....  
(Print name)

For and on behalf of:

.....  
(Complete if member is a company)

Date:

7/10/2018 11:03:04 PM PDT  
.....

Signed:

DocuSigned by:  
*Bo Thede*  
.....88F5E45B67EB403 .....

Name:

Bo Thede  
.....  
(Print name)

For and on behalf of:

.....  
(Complete if member is a company)

Date:

7/11/2018 5:44:39 PM PDT  
.....

Signed:

DocuSigned by:  
*Liam Negus-Fancey*  
.....A62F6A3155564E0.....

Name:

Liam Negus-Fancey  
.....  
(Print name)


For and on behalf of:

.....  
(Complete if member is a company)

Date:

7/13/2018 11:49:54 AM PDT  
.....

---

Signed: .....  
Name: Nicola McLafferty.....  
(Print name)  
For and on behalf of: ESPRIT INVESTMENTS (1) LP.....  
(Complete if member is a company)  
Date: 7/16/2018 1:16:57 AM PDT.....

Signed:

DocuSigned by:  
*James Beaumont*  
.....CC27B017AE9D49C.....

Name:

James Beaumont  
.....  
(Print name)

For and on behalf of:

.....  
(Complete if member is a company)

Date:

7/11/2018 7:28:02 PM PDT  
.....

Signed:

DocuSigned by:  
*James Ponnusamy*  
.....9C27DQ505A4948E.....

Name:

James Ponnusamy  
.....  
(Print name)

For and on behalf of:

.....  
(Complete if member is a company)

Date:

7/11/2018 4:08:44 PM PDT  
.....



Signed:

DocuSigned by:  
**Syntec Solutions AG**

5AC4E5DD089C434

Name:

syntec solutions AG

(Print name)

For and on behalf of:

syntec  
solutions AG

(Complete if member is a company)

Date:

7/11/2018 4:24:38 AM PDT

Signed:

DocuSigned by:  
*Renaud Visage Revocable Trust*  
AA7E5680530B4D3

Name:

Renaud Visage Revocable Trust  
.....  
(Print name)

For and on behalf of:

.....  
(Complete if member is a company)

Date:

7/11/2018 2:50:44 AM PDT  
.....

. . . . .

## NOTES

1 Please note that these amounts (found at 1(ii) and 2) are designed to ensure that the Board has adequate allotment authority to enable conversion of the Loan Notes in accordance with their terms. As the conversion price of the Loan Notes is not presently known, a maximum amount is proposed for approval which is expected to be more than adequate for these purposes. For the avoidance of doubt, the nominal amount authorised under this Resolution will not be available for allotment other than to the extent required to facilitate any conversion of the Loan Notes.

2 If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution.

If you wish to vote against a Resolution please put an 'X' in the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank.

Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:

2.1 **by hand:** delivering the signed copy to Stephanie Ng at Streetteam Software Limited, trading as Verve, 3 Loughborough Street, London, United Kingdom, SE11 5RB

2.2 **by post:** returning the signed copy by post to StreetTeam Software Limited, trading as Verve, 3 Loughborough Street, London; or

2.3 **by email:** by attaching a scanned copy of the signed document to an email and sending it to [stephanie.ng@verve.co](mailto:stephanie.ng@verve.co). Please enter "StreetTeam Written resolutions" in the email subject box.

If there are no Resolutions that you agree with, 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 a Resolution, you may not revoke your agreement.

4 Unless, within 28 days of the Circulation Date sufficient agreement has been received from the required majority of eligible members for a Resolution to be passed, it will lapse. If you agree to any or all of the Resolutions please ensure that your agreement reaches us on or before this date.

Signed:

DocuSigned by:  
*David M. Thede Trust dated 12/10/1997*  
38115AC4B6514EE .....

Name:

David M. Thede Trust dated 12/10/1997  
.....  
(Print name)

For and on behalf of:

David M Thede Trust dated 12/10/1997  
.....  
(Complete if member is a company)

Date:

7/12/2018 2:34:39 PM PDT  
.....