

The Companies Act 2006

Private company limited by shares

Company Number: 09873335

## WRITTEN RESOLUTIONS

of

## CREDIT KUDOS LIMITED

(the Company)

4 April 2020 (the Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**) and the articles of association of the Company (**Articles**), the directors of the Company (the **Directors**) propose that the following resolutions be passed as ordinary or special resolutions (as indicated) (the **Resolutions**).

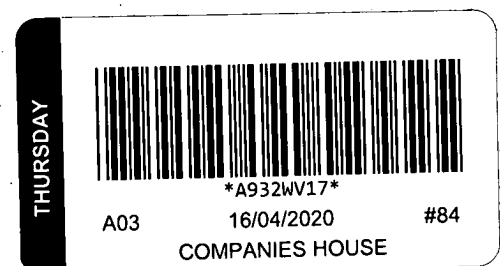
### ORDINARY RESOLUTION

1. **THAT**, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot C preference shares and/or C ordinary shares in the capital of the Company (**Shares**) or grant rights to subscribe for or to convert any security into Shares (**Rights**) up to an aggregate nominal amount of £35 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling five years after 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 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.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of Shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

### SPECIAL RESOLUTION

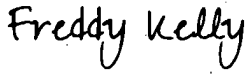

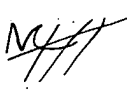

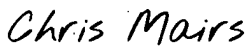


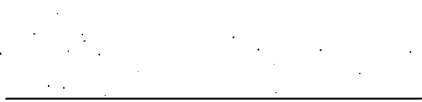
2. **THAT** the new articles of association of the Company in the form annexed to these Resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing Articles.


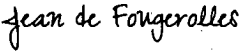


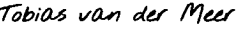
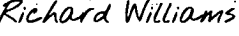



## AGREEMENT


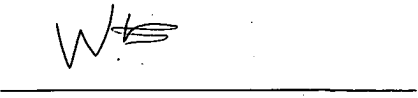


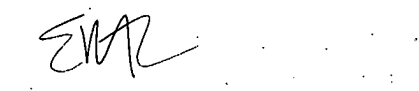
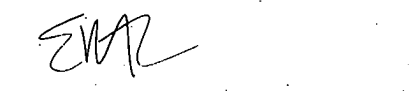
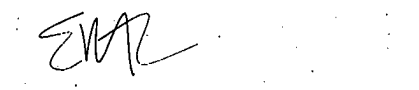
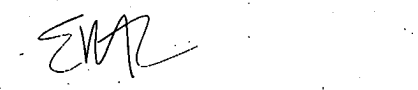
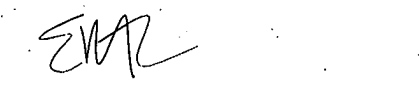
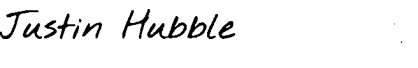
Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the persons entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

 <hr/> <b>FREDERICK KELLY</b> Date: 4 APRIL 2020	 <hr/> <b>MATTHEW SCHOFIELD</b> Date: 4 APRIL 2020
 <hr/> duly authorised signatory for and on behalf of: <b>ENTREPRENEUR FIRST L.P.</b> Date: 4 APRIL 2020	 <hr/> duly authorised signatory for and on behalf of: <b>COLLECTOR VENTURES 1 KOMMANDITBOLAG</b> Date: 4 APRIL 2020
 <hr/> <b>CHRIS MAIRS</b> Date: 4 APRIL 2020	 <hr/> <b>GORDON ASHWORTH</b> Date: 4 APRIL 2020
 <hr/> <b>WILLEM GUSTAAF STEPHAN VAN VLIET</b> Date: 4 APRIL 2020	 <hr/> <b>TIM JACKSON</b> Date:

 <hr/> <p>duly authorised signatory for and on behalf of:</p> <p><b>ENTREPRENEUR FIRST NEXT STAGE L.P.</b></p> <p>Date: 4 APRIL 2020</p>	 <hr/> <p>duly authorised signatory for and on behalf of:</p> <p><b>FAIR BY DESIGN (GP) LTD. ACTING IN ITS CAPACITY AS GENERAL PARTNER OF THE FAIR BY DESIGN VENTURE LIMITED PARTNERSHIP</b></p> <p>Date: 4 APRIL 2020</p>
<hr/> <p><b>CHARLES SONGHURST</b></p> <p>Date:</p>	 <hr/> <p><b>JOHN MCANDREW</b></p> <p>Date: 4 APRIL 2020</p>
 <hr/> <p><b>GRAHAM LUND</b></p> <p>Date: 4 APRIL 2020</p>	 <hr/> <p><b>TOBY VAN DER MEER</b></p> <p>Date: 4 APRIL 2020</p>
<hr/> <p><b>SARAH WILLINGHAM-TOXVAERD</b></p> <p>Date:</p>	 <hr/> <p><b>RICHARD WILLIAMS</b></p> <p>Date: 4 APRIL 2020</p>
<hr/> <p><b>ALISTAIR GATES</b></p> <p>Date:</p>	 <hr/> <p><b>LEONID GLUZMAN</b></p> <p>Date: 4 APRIL 2020</p>

<p><i>Maria Homer</i></p> <hr/> <p><b>MARIA POLA HOMER</b></p> <p>Date: 4 APRIL 2020</p>	<p><i>Michael James Brown</i></p> <hr/> <p><b>MICHAEL JAMES BROWN</b></p> <p>Date: 4 APRIL 2020</p>
<p><i>Kelvin Malayapillay</i></p> <hr/> <p><b>KELVIN DESMOND MALAYAPILLAY</b></p> <p>Date: 4 APRIL 2020</p>	<p><i>Louis Rix</i></p> <hr/> <p><b>JONATHAN LOUIS RIX</b></p> <p>Date: 4 APRIL 2020</p>
<p><i>Reg Rix</i></p> <hr/> <p><b>REGINALD RIX</b></p> <p>Date: 4 APRIL 2020</p>	<p></p> <hr/> <p><b>STEPHAN WILCKE</b></p> <p>Date:</p>
<p><i>Richard Carter</i></p> <hr/> <p><b>RICHARD CARTER</b></p> <p>Date: 4 APRIL 2020</p>	<p><i>Serge Chiaramonte</i></p> <hr/> <p><b>SERGE CHIARAMONTE</b></p> <p>Date: 4 APRIL 2020</p>
<p><i>Abraham Smith</i></p> <hr/> <p><b>ABRAHAM SMITH</b></p> <p>Date: 4 APRIL 2020</p>	<p><i>Fred Rizzo</i></p> <hr/> <p><b>FRED RIZZO</b></p> <p>Date: 4 APRIL 2020</p>

 <b>ADRIAN MITRI</b> Date:	 <b>WILLIAM BROOKS</b> Date: 4 APRIL 2020
 <b>WILLIAM MARTIN</b> Date: 4 APRIL 2020	 <b>ALBION CAPITAL GROUP LLP ACTING AS MANAGER FOR ALBION DEVELOPMENT VCT PLC</b> Date: 4 APRIL 2020
 <b>ALBION CAPITAL GROUP LLP ACTING AS MANAGER FOR ALBION ENTERPRISE VCT PLC</b> Date: 4 APRIL 2020	 <b>ALBION CAPITAL GROUP LLP ACTING AS MANAGER FOR ALBION TECHNOLOGY &amp; GENERAL VCT PLC</b> Date: 4 APRIL 2020
 <b>ALBION CAPITAL GROUP LLP ACTING AS MANAGER FOR ALBION VENTURE CAPITAL TRUST PLC</b> Date: 4 APRIL 2020	 <b>ALBION CAPITAL GROUP LLP ACTING AS MANAGER FOR CROWN PLACE VCT PLC</b> Date: 4 APRIL 2020
 <b>ALBION CAPITAL GROUP LLP ACTING AS MANAGER FOR KINGS ARMS YARD VCT PLC</b> Date: 4 APRIL 2020	 <b>TRIPLE POINT VCT 2011 PLC ACTING BY ITS MANAGER TRIPLE POINT ADMINISTRATION LLP</b> Date: 4 APRIL 2020

## NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and return to the Company by email to [freddy@creditkudos.com](mailto:freddy@creditkudos.com) or by post/by hand to Frederick Kelly, 4 Bath Place, London, EC2A 3DR.

You may agree to all the Resolutions or none of the Resolutions, but not just some of them. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by the date falling 28 days after the Circulation Date (as set out above), sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.
5. 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**

### **New Articles of Association**