

Company number: 09948725

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

- of -

URBAN MESSAGE HOLDING LIMITED (the "Company")

1st April
..... 2020 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that the resolutions below (the "**Resolutions**") are passed as an ordinary resolution and as special resolutions (as indicated).

ORDINARY RESOLUTION

1. 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 to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £5,107.19, *provided that*:
 - (a) the authority granted under this resolution shall expire five years after the passing of this resolution; and
 - (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 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.

This authority is in addition to all subsisting authorities (to the extent unused).

SPECIAL RESOLUTION

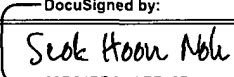
2. That, subject to the passing of resolution 1 above, the directors be empowered pursuant to section 570 of the Act to allot equity securities wholly for cash pursuant to the authority conferred by resolution 1 above as if section 561 of the Act and any rights of pre-emption (however expressed) contained in the articles of association of the Company did not apply to any such allotment (the expression "equity securities" and references to the allotment of "equity securities" bearing the same respective meanings in this resolution as in section 560 of the Act).



AGREEMENT

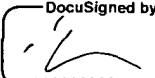
Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed: 
DocuSigned by: 68D048DAAAE248B...

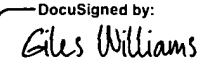
Name: **SEOK HOON NOH**

Date: 1st April 2020

Signed: 
DocuSigned by: ABC17CC9086C49B...

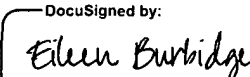
Name: **CHUNKIT TANG**

Date: 1st April 2020

Signed: 
DocuSigned by: CB15F0C057B24D8...

Name: **GILES WILLIAMS**

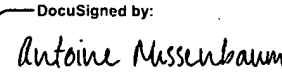
Date: 1st April 2020

Signed: 
DocuSigned by: 0900A247FB6548A...

Name: Eileen Burbidge

For and on behalf of: **PASSION CAPITAL LP**

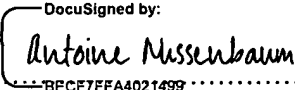
Date: 1st April 2020

Signed: 
DocuSigned by: BECF7FFA4021499...

Name: Antoine Nussenbaum

For and on behalf of: **FELIX CAPITAL FUND 1 LP**

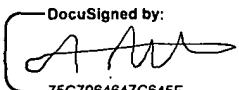
Date: 1st April 2020

Signed:  DocuSigned by:
Antoine Nussenbaum
BECF7FFA021499...

Name: Antoine Nussenbaum

For and on behalf of: **FELIX MANAGEMENT GP LP**

Date: 1st April 2020

Signed:  DocuSigned by:
Antoine Nussenbaum
75C7984647C645F...

Name: Axel Wehr

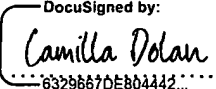
For and on behalf of: **FIRESTARTR NOMINEES LTD**

Date: 1st April 2020

Signed:

Name: **JUSTIN PETERS**

Date:

Signed:  DocuSigned by:
Camilla Dolan
63296670E804442...

Name: **CAMILLA DOLAN**

Date: 1st April 2020

Signed:

DocuSigned by:
Andrew Chung
BD69AE2E0C6E411...

Name:

ANDREW CHUNG

Date:

1st April 2020

Signed:

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Name:

HEPHZI NICOL

Date:

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Signed:

DocuSigned by:
Cornel Riklin
265B313FE55C4DA...

Name:

CORNEL RIKLIN

Date:

1st April 2020

Signed:

DocuSigned by:
Judith Krieg
AE169574D698462...

Name:

JUDITH KRIEG

Date:

1st April 2020

Signed:

DocuSigned by:
Robert Cranborne
ABCA00C9AED54C8...

Name:

ROBERT CRANBORNE

Date:

1st April 2020

Signed:

DocuSigned by:

003F80144AE64PE...

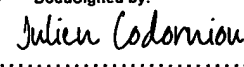
Name:

JODIE WOOD

Date:

1st April 2020

Signed:

DocuSigned by:

2D4AF7EAD1AE4B3...

Name:

JULIEN CODORNIU

Date:

1st April 2020

Signed:

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Name:

CHLOE MACINTOSH

Date:

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Signed:

DocuSigned by:

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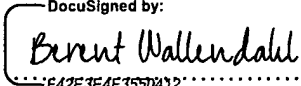
Name:

BNZ International SAL

For and on behalf of: **BNZ INTERNATIONAL SAL**

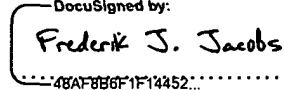
Date:

1st April 2020

Signed:  DocuSigned by:
BERENT WALLENDAAHL
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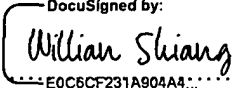
Name: **BERENT WALLENDAAHL**

Date: 1st April 2020

Signed:  DocuSigned by:
FREDERIK J. JACOBS
48A18B6F1F14452...

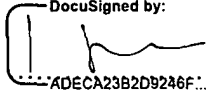
Name: **FREDERIK JACOBS**

Date: 1st April 2020

Signed:  DocuSigned by:
WILLIAN SHIANG
E0C6CF231A904A4...

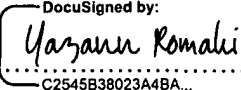
Name: **WILLIAN SHIANG**

Date: 1st April 2020

Signed:  DocuSigned by:
JULIEN SEVAUX
ADECA23B2D9246F...

Name: **JULIEN SEVAUX**

Date: 1st April 2020

Signed:  DocuSigned by:
YAZANN ROMAHI
C2545B38023A4BA...

Name: **YAZANN ROMAHI**

Date: 1st April 2020

Signed:

DocuSigned by:
Anuj Arora
0884bEE08265477...

Name:

ANUJ ARORA

Date:

1st April 2020

Name:

For and on behalf of: **SEEDRS NOMINEES LIMITED**

Date:

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Signed:

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Signed:

DocuSigned by:
Adv ECF 1 LP
1A1B76BF489436...

Name:

ADV ECF 1 L.P

Date:

1st April 2020

Signed:

DocuSigned by:
Mandeep Singh
12656893D3AA450...

Name:

MANDEEP SINGH

Date:

1st April 2020

Signed:

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Name:

ARNAUD MASSENET

Date:

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Signed:

DocuSigned by:
Bertrand Perrodo
27BF50993CA54F6...

Name:

BERTRAND PERRODO

Date:

1st April 2020

Signed:

DocuSigned by:
Aaron Chatterley
6CA4AEED3341477...

Name:

AARON CHATTERLEY

Date:

1st April 2020

Signed:

DocuSigned by:
Henri Moissinac
8F906B372808470...

Name:

HENRI MOISSINAC

Date:

1st April 2020

NOTES

1. If you wish to vote in favour of the Resolutions please sign and date this document and return it to the Company.
2. If you do not agree with the Resolutions, 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 Resolutions, 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 the Resolutions to be passed, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before 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.