

Company No. 10002103

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MOGRIFY LIMITED

(Passed on 31 March 2021)

The following resolutions were duly passed as a written resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 on 31 March 2021 by the requisite members of the Company, in the case of (1) and (2) as ordinary resolutions, and in the case of (3) and (4), as special resolutions:

Ordinary Resolutions

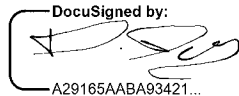
1. THAT in accordance with section 618(1)(a) of the Act the:
 - (i) 1,950 A ordinary shares of £0.001 each in issue in the capital of the Company be sub-divided into 195,000 A ordinary shares of £0.00001 each in issue in the capital of the Company;
 - (ii) 1,506 B ordinary shares of £0.001 each in issue in the capital of the Company be sub-divided into 150,600 B ordinary shares of £0.00001 each in issue in the capital of the Company; and
 - (iii) 5,033 C ordinary shares of £0.001 each in issue in the capital of the Company be sub-divided into 503,300 C ordinary shares of £0.00001 each in issue in the capital of the Company;each having the rights set out in the articles of association of the company to be adopted pursuant to resolution (3) below.
2. THAT the directors are generally and unconditionally authorised in accordance with section 551 of the Act to exercise all the powers of the company to allot shares and/or grant rights to subscribe for, or to convert any security into, any shares ("Rights") as follows:
 - (i) up to an aggregate nominal amount of £3.13466 in respect of the allotment and issue of up to 313,466 C ordinary shares of £0.00001 each in the capital of the Company; and
 - (ii) up to an aggregate nominal amount of £2.54 in respect of the grant of share options to subscribe for up to 253,875 B ordinary shares of £0.00001 each in

the capital of the Company and the allotment of such B ordinary shares pursuant to the exercise of such share options,

for a period of 5 years from the date of this resolution, save that in accordance with section 551(7) of the Companies Act 2006 the Company may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the directors may allot shares or grant Rights pursuant to such offer or agreement as if this authority had not expired.

Special Resolutions

3. THAT with effect from the passing of this resolution new articles of association in the form annexed to this written resolution be approved and adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association of the Company.
4. THAT the pre-emption rights contained in Article 10.2 of the articles of association to be adopted pursuant to Special Resolution (3) be hereby waived and dis-applied in respect of the allotment of shares or the grant of Rights of up to an aggregate nominal amount of £3.13466 in respect of the allotment and issue of up to 313,466 C ordinary shares of £0.00001 each in the capital of the Company within a period of 5 years from the date of this resolution, save that the Company may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or Rights to be granted after the expiry of such period and the Board may allot shares or grant Rights pursuant to such offer or agreement as if this authority had not expired.

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Director / Secretary