

Company number: 10199347

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

Tribepad Group Ltd ("Company")

Circulation Date: 31 January 2023

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

SPECIAL RESOLUTION

1. THAT the regulations contained in the document attached hereto and initialled by a director for the purpose of identification are hereby approved and adopted as the articles of association of the Company and in substitution for and to the exclusion of the existing articles of association of the Company (the "New Articles").

ORDINARY RESOLUTION

2. THAT the 600 Preference shares of £0.01 each in the capital of the Company and the 17,000 A Ordinary Shares of £0.01 each in the capital of the Company be re-designated as 17,600 Ordinary shares of £0.01 each in the capital of the Company, such shares having the respective rights under the New Articles.

AGREEMENT

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

We, the undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

SIGNED by DEAN SADLER

DocuSigned by:
Dean Sadler
.....A42042667AF24A6.....

Date: 31 January 2023
.....

SIGNED by DANIEL KIRKLAND

DocuSigned by:
Daniel Kirkland
.....CD4727671402424...

Date: 31 January 2023
.....

SIGNED by SIMON TWIGG

DocuSigned by:
Alexis Twigg
.....1D62245336C84FA...

Date: 31 January 2023
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NOTES

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company before the end of the period of 28 days beginning with the Circulation Date ("Lapse Period") using one of the following methods:
 - (a) By hand or by post: delivering the signed copy to Max Vincent-Brown, at Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds, West Yorkshire, LS1 4AP United Kingdom; or
 - (b) E-mail: attaching a scanned copy of the signed document to an e-mail and sending it to max.vincent-brown@squirepb.com. Please enter "Project Troy – written resolution to adopt articles of association and re-designation of shares" in the e-mail subject box.

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 end of the Lapse Period, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us during this period.
- 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.