

Company No: 10511092

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

TBOL LIMITED (the "Company")

Circulation Date 25 September 2020

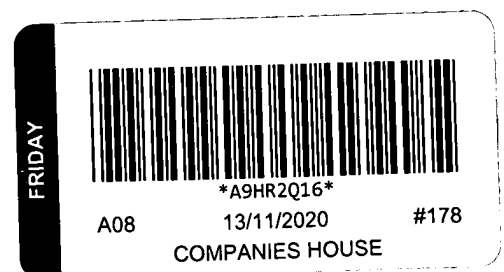
Pursuant to the Companies Act 2006 (the "Act"), the board of directors of the Company (the "Directors") propose that resolutions 1 and 2 be passed as special resolutions of the company and that resolutions 3 and 4 be passed as ordinary resolutions of the Company (the "Resolutions").

SPECIAL RESOLUTIONS

1. **THAT**, the articles of association attached to these Resolutions (the "Amended Articles") be and are hereby approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association of the Company with effect from the date of this resolution.
2. **THAT**, subject to the passing of resolutions 1, 3, and 4, the Directors be generally empowered to allot (or ratify the allotment of, if applicable) the ordinary shares and series B shares pursuant to the authority conferred by resolutions 3 and 4, as if any restrictions as to pre-emption, including but not limited to those restrictions contained in the Amended Articles, did not apply to any such allotment and any rights of pre-emption in connection therewith are hereby waived.

ORDINARY RESOLUTIONS

3. **THAT**, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to issue ordinary shares of £0.10 each in the capital of the Company up to an aggregate nominal amount of £14,463.00, and the issuance of such ordinary shares be and hereby is approved and ratified.
4. **THAT**, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to issue series B shares of £0.10 each in the capital of the Company having the rights and subject to the restrictions set out in the Amended Articles, up to an aggregate nominal amount of £6,980.40, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling six months from the date of this resolution.



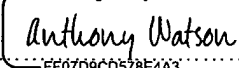
Company No: 10511092

AGREEMENT

We, the undersigned, being the members of the Company (within the meaning of section 289(1) of the Act) entitled to vote on the Resolution hereby **RESOLVE** and **AGREE** that:

- a. those resolutions listed as ordinary resolutions shall take effect as ordinary resolutions of the Company and those resolutions listed as special resolutions shall take effect as special resolutions of the Company, each as if passed unanimously at a general meeting of the Company pursuant to the Act; and
- b. the Directors of the Company be authorised to do all such things as are necessary to give effect to the aforementioned Resolutions.

Signed by:

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Anthony Watson

Dated: 25 September 2020

Signed by:

.....

**For and on behalf of
Argentec Ventures**

Dated:

Signed by:

.....

**For and on behalf of
Mangrove V Investments S.à r.l.**

Dated:

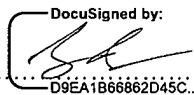
Company No: 10511092

Signed by:

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Anthony Watson

Dated:

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Shaunt Sakissian

**For and on behalf of
Argentec Ventures**

Dated: 25 September 2020

Signed by:

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**For and on behalf of
Mangrove V Investments S.à r.l.**

Dated:

Company No: 10511092

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Anthony Watson

Dated:


Signed by:

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**For and on behalf of
Argentec Ventures**

Dated:

Signed by:

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Hans-Jürgen Schmitz

**For and on behalf of
Mangrove V Investments S.à r.l.**

Dated: 25 September 2020

INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) OF THE ACT

- 1 Eligible members are members who would have been entitled to vote on the resolution on the circulation date of the written resolution.
- 2 The procedure for signifying agreement by an eligible member to the written resolution is as follows:
 - a. A member signifies his agreement to the proposed written resolution when the Company receives from him (or someone acting on his behalf) an authenticated document which both identifies the resolution to which it relates and indicates his agreement to the resolution.
 - b. The document must be sent to the Company in electronic form in the following way:
 - E-mail: By attaching a scanned copy of the signed document to an e-mail and sending it to Rebecca Denton at rebeccadenton@paulhastings.com.
 - c. A member's agreement to a written resolution, once signified, may not be revoked.
 - d. A written resolution is passed when the required majority of eligible members has signified their agreement to it.
- 3 The period for agreeing to the written resolution is the period of 28 days beginning on the circulation date (see section 297 of the Act).
- 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 names of the joint holder appear in the register of members.
- 5 If you are signing this document on behalf of a member of the Company under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.