

Company No. 10754055

THE COMPANIES ACT 2006

Written resolutions of the shareholders of

RENTUU LIMITED

(the "Company")

4/8/2020

..... (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "Act"), the board of the Company proposes that resolution 1 below is passed as an ordinary resolution and resolutions 2 and 3 below are passed as special resolutions (the "Resolutions"):

1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the Act, and on the basis of advance subscription agreements to be entered into and previously entered into by the Company with certain investors to raise a maximum of £700,000 (the "Subscription Proceeds"), the director(s) of the Company be generally and unconditionally authorised to exercise all powers of the Company to allot new shares in the Company on conversion of the Subscription Proceeds.

2. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, in accordance with section 570 of the Act and for the purposes of article 11 of the articles of association of the Company adopted by special resolution on 19 July 2018 and otherwise, the pre-emption rights provided for in article 11 of the articles be and are hereby disapplied in relation to the allotment of new shares in the Company stated in resolution 1 above.

3. VARIATION TO ARTICLES OF ASSOCIATION

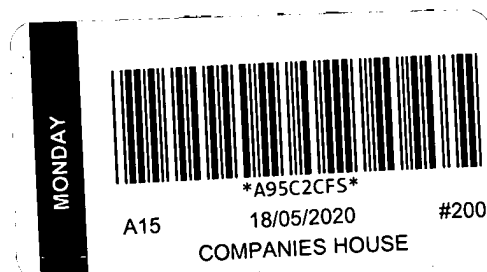
THAT, the articles of association of the Company adopted by special resolution on 19 July 2018 be amended by:

(a) varying the definition of "Option Share" in article 2 (*Definitions*) to read as follows:

"Option Share" means, in relation to an Employee and any of their Permitted Transferees, any Ordinary Shares or new class of non-voting ordinary shares issued as a result of exercising any option granted pursuant to any Employee Share Option Plan."

(b) varying article 7.3 to read as follows:

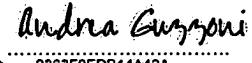
"The non-voting Option Shares only shall not entitle the holders of them to receive notice of, to attend, to speak or to vote at any general meeting of the Company nor to receive or vote on, or otherwise constitute an eligible member for the purposes of, proposed written resolutions of the Company. This does not affect the rights of the holders of Ordinary Shares (whether granted under the Share Option Plan or otherwise)."



AGREEMENT

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

By order of the board:



Name: Andrea Guzzoni

Title: Director

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by the method requested.

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 28 days from the Circulation Date sufficient agreement has been received from the required majority of eligible members for the Resolutions to be passed, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before this date.
4. 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.

AGREEMENT

I, the undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date:

1. confirm that I have received a copy of the above Resolutions in accordance with section 291 of the Act; and
2. hereby resolve and agree to resolution 1 above being passed as an ordinary resolution and resolution 2 and 3 above being passed as special resolutions.

Signed:

Name:

(Insert name of member)

Name and Title:

(If member is a company please insert name of person signing and title)

Date: