

**Nude Finance Holdings Limited**  
**Registered in England and Wales**  
**with registered number 10761771**  
**Companies Act 2006**



**Written Record of Members' Written Resolution**

**Circulation Date: 2 December 2022**

On 22 December 2022, the following RESOLUTIONS IN WRITING (such Resolutions having effect as Ordinary and Special Resolutions, as indicated) were duly passed by members of the Company entitled to attend and vote at a general meeting of the Company:

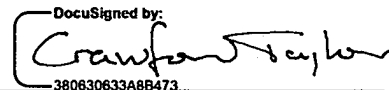
**ORDINARY RESOLUTIONS**

1. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 300,000 ordinary shares of £0.0001 each in the share capital of the Company with such rights as set out in the articles of association of the Company; declaring that this authority shall (unless renewed, varied or revoked by the Company) expire five years from the date of passing this resolution.

This authority is in addition to and supplements all unexercised authorities previously granted to the Directors.

**SPECIAL RESOLUTIONS**

2. THAT all rights of pre-emption whether in terms of the articles of association of the Company, the Companies Act 2006 or otherwise be and are hereby dis-applied in respect of any allotment of shares made pursuant to resolution (1) above.

DocuSigned by:  
  
380630633AB8473

AUTHORISED SIGNATORY, FOR AND ON BEHALF OF  
NUDE FINANCE HOLDINGS LIMITED

09 January 2023 | 10:10 AM PST

Dated