

Nude Finance Holdings Limited (the “Company”)

Registered in England No. 10761771

Companies Acts

Written Record of Members’ Written Resolution

Circulation Date: 26 October 2023

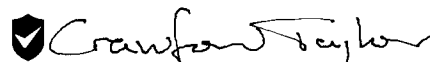
On the 31st day of October 2023, the following RESOLUTIONS IN WRITING (such Resolutions to have effect as Ordinary and Special Resolutions, as indicated) were duly passed by the members of the Company entitled to attend and vote at a general meeting of the Company: -

ORDINARY RESOLUTION

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 599,053 ordinary shares of £0.0001 each in the share capital of the Company pursuant to various warrant letters issued by the Company; declaring that this authority shall (unless renewed, varied or revoked by the Company) expire on 30 November 2023. This authority supersedes any unexercised authorities previously granted to the directors in relation to various warrant letters issued by the Company.

SPECIAL RESOLUTION

2. That all rights of pre-emption whether in terms of the articles of association of the Company, the Companies Act 2006, any shareholders agreement or investment agreement that the Company is a party to or otherwise be and are hereby waived in respect of any allotment of shares made pursuant to resolution (1) above.



AUTHORISED SIGNATORY
FOR AND ON BEHALF OF
Nude Finance Holdings Limited

31 October 2023

Dated