

Company number 11957019
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

RIGHTCHARGE LIMITED (Company)

12 August 2021 (Circulation Date)

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

ORDINARY RESOLUTION

1. Authority to allot

THAT, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £50.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2021 and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the CA 2006.

SPECIAL RESOLUTION

2 Disapplication of pre-emption rights

In accordance with section 569 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if Article 10.3 of the Articles of Association and section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

- a. be limited to the allotment of equity securities up to an aggregate nominal amount of £50.00; and
- b. expire on 31 December 2021 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement


which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions:

Signed by Charles Cook



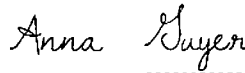
Date Aug 13 2021

Signed by Angus Walker

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Date.....

Signed by Anna Guyer



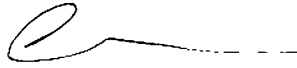
Date Aug 20 2021

Signed by Christopher Behiri




Date Aug 13 2021

Signed by Christopher Robertson



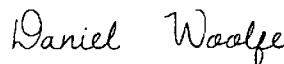
Date Aug 20 2021

Signed by Claire Miller



Date Aug 12 2021

Signed by Daniel Woolfe



Date Aug 15 2021

Signed by Emma Chambers

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Date.....

Signed by Gabrielle Cook

Date.....

Signed by Geoff Wells

Geoff Wells

Date.....Aug 13 2021.....

Signed Greg Pringle

Greg Pringle

Date.....Aug 20 2021.....

Signed by James Cook

Date.....

Signed by Jason Cartwright

Jason Cartwright

Date.....Aug 13 2021.....

Signed by Johannes Holst

Date.....

Signed by Joseph de Klee

Joseph de Klee

Date.....Aug 17 2021.....

Signed by Julius McGillivray

JMS

Date.....Aug 16 2021.....

Signed by Mark Northover

Mark Northover

Date.....Aug 13 2021.....

Signed by Matt Poole

Date.....

Signed by Matthew Davies

Matthew Davies

Date Aug 13 2021

Signed by Oliver Davey

Date

Signed by Peter Cook

Peter Cook

Date Aug 15 2021

Signed by Rebecca Cook

Date

Signed by Richard Chambers

Date

Signed by Samuel Gatehouse

Date

Signed by Thomas Scatchard *Thomas Scatchard*

Date Aug 17 2021

Signed by Thomas Vallance

Date

NOTES

1. You can choose to agree to all or none of the Resolution but you cannot agree to only one of the Resolutions. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to by post to Paul Forster, The Legal Director Limited, 105 West Busk Lane, Otley, LS21 3LY.

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, within 28 days of the Circulation Date, 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 before or during this date.