

**Nude Finance Limited**  
**Registered in England No. 12008146**  
**Companies Acts**  
**Members' Written Resolution**  
**Circulation Date: 17 March 2020**

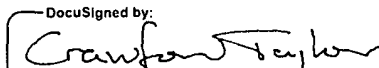
I/We the undersigned, having the right as at the Circulation Date to attend and vote at General Meetings of the above Company hereby resolve the following resolutions, such resolutions to have effect as Ordinary and Special Resolutions as indicated:

**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 119,990 ordinary shares of £1 each in the share capital of the Company; declaring that this authority shall (unless renewed, varied or revoked by the Company) expire on 31 March 2020.

**SPECIAL RESOLUTION**

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 waived and dis-applied in respect of any allotment of shares made pursuant to resolution 1 above.

DocuSigned by:  
  
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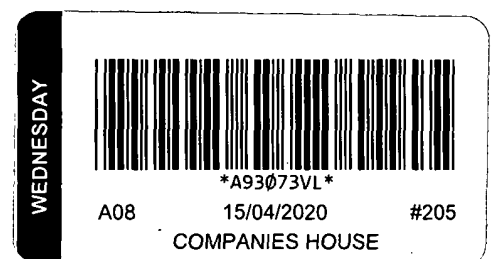
17 March 2020

Signature of a DIRECTOR of  
**NUDE FINANCE HOLDINGS LIMITED**

Date

Crawford Taylor

PRINT NAME of director



**Notes:**

1. You can choose to agree to all of the resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:-

- **By Hand:** delivering the signed copy to Nude Finance Limited, Tontine, 20 Trongate, G1 5ES (marked for the attention of Crawford Taylor).
- **Post:** returning the signed copy by post to Nude Finance Limited, Tontine, 20 Trongate, G1 5ES (marked for the attention of Crawford Taylor).
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to [contact@getnude.com](mailto:contact@getnude.com).

If you do not agree to all of the resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply. Please note however that the resolutions will be legally binding if they are passed by the requisite majorities, whether or not you have replied.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, by 28 days after the Circulation Date noted above, sufficient agreement has been received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
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 the names of the joint holders appear in the register of members.
5. 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 (where the Company does not already hold a copy of the relevant power of attorney or authority).
6. The Directors of the Company are recommending the dis-application of pre-emption rights referred to in Resolution (2) for the following reasons:
  - The shares are proposed to be issued to the existing shareholder.