

Company No. 12035150

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
HOPIN LTD

On 26 February 2021, the following ordinary and special resolutions were duly passed as written resolutions of the Company pursuant to section 288 of the Companies Act 2006:

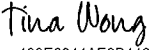
ORDINARY RESOLUTION

1. That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £2,329.4206, comprising (i) up to 16,540,264 Series C Preferred Shares and (ii) up to 6,753,942 Ordinary Shares, provided that (unless previously revoked, varied or renewed):
 - a. the authority granted under this Resolution shall expire five years after the passing of this Resolution; and
 - b. the Company may, before such expiry under paragraph (a) above of this Resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

This authority is in addition to all subsisting authorities.

SPECIAL RESOLUTIONS

2. That subject to the passing of Resolution 1, any and all pre-emption rights which the shareholders of the Company may be entitled, howsoever arising (including but not limited to under the Company's articles of association or the Companies Act 2006) in respect of the allotment and issue of shares or the grant of rights to subscribe for or to convert any security into shares made by the directors pursuant to the authority conferred on them by Resolution 1 be and are hereby waived or otherwise disapplied.
3. That the articles of association contained in the document attached to these Resolutions be approved and adopted as the new articles of association of the Company in substitution for, and to the entire exclusion of, the existing articles of association.

DocuSigned by:

499E6944AE9B446.....

For and on behalf of
Oakwood Corporate Secretary Limited