

**Written resolutions of the Members of
VERTICALLY URBAN LIMITED
12197956
(the "Company")**

Date: 25 February 2021

In accordance with the Companies Act 2006 which is incorporated in the Company's articles of association, the directors of the Company (the "**Directors**") propose that the following **Resolutions** are passed as special resolutions:

1. **Subdivision.** That the Company shall sub-divide its current 10,257 shares with a nominal value of £0.01 each into 1,025,700 of £0.0001 each.
2. **New Articles of Association.** That the Articles of Association of the Company be modified by the implementation of the new attached Articles of Association.
3. **Reclassification.** That, following the Subdivision, the Company shall reclassify:
 - a. 699,300 ordinary shares of £0.0001 each into 699,300 A ordinary shares of £0.0001 each; and
 - b. 326,400 ordinary shares of £0.0001 each into 326,400 B ordinary shares of £0.0001 each,such A ordinary shares and B ordinary shares having the rights and being subject to the obligations set out in the New Articles of Association.
4. **Authority to allot.** That the Directors be generally and unconditionally authorised to exercise any power of the Company to offer, allot or grant rights to subscribe for, or convert securities into, or otherwise deal in, or dispose of, any shares in the Company in accordance with section 551 of the Companies Act 2006, to any person, at any time and subject to any terms and conditions as the Directors think proper, provided that such authority:
 - a. shall be limited to a maximum nominal amount of £6.9657
 - b. shall only apply insofar as the Company has not reviewed, waived or revoked it; and
 - c. may only be exercised for a period of five years from the date this resolution is passed, save that during the period of the authority the Directors may make an offer or agreement which would, or might, require shares to be allotted after the expiry of such authority (and the Directors may allot shares in pursuance of such offer or agreement as if such authority had not expired).
5. **Dis-application of pre-emption rights.** That, in accordance with section 570 of the Companies Act 2006, the Directors be generally empowered to allot equity securities (as defined by section 560 of the Companies Act 2006) pursuant to the authority conferred by the Articles of Association of the Company or the resolution above (as applicable), as if section 561 of the Companies Act 2006 did not apply to any such allotment provided that this power:
(i) shall be limited to a maximum nominal amount of £6.9657; and (ii) shall expire 6 months

from the date this resolution is passed (unless renewed, varied or revoked by the Company prior to or on that date).

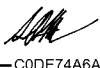
Please read the notes below before signifying your agreement to these resolutions.

SIGNED BY:

[Redacted signature]

SIGNED BY:

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Andrew Littler

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