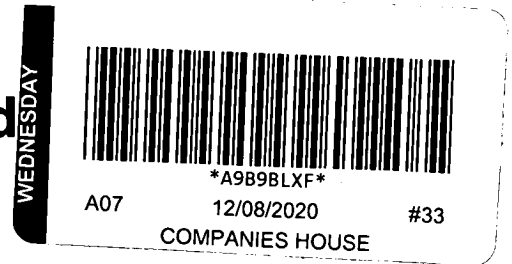


# Written Resolutions of Round Rabbit Ltd



**Company Number 12525015  
(the "Company")**

Pursuant to Part 13, section 2 of the Companies Act 2006, the undersigned being the eligible members (as such term is defined in section 289 of the Companies Act 2006) hereby approve the following written resolution as an Ordinary and Special Resolution of the Company and agree that the said resolution will for all purposes be valid and effective as if the same had been passed at a general meeting of the Company duly convened and held.

## **ORDINARY RESOLUTION**

### **1 Authority to Allot**

THAT in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot shares ("**New Shares**") in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") so that the entire share capital of the Company will not exceed the maximum nominal amount of £2.564103 comprising all share classes.

The authority to allot the New Shares will, unless renewed, varied or revoked by the Company, expire five years from the passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to allotment of shares, or adoption of any share option pool, or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

## **SPECIAL RESOLUTION**

### **2 Dis-application of Preemption Rights**

THAT, subject to the passing of the Authority to Allot resolution above, and in accordance with section 570 of the Companies Act 2006 the directors of the Company be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by the Authority to Allot above and as if the pre-emption rights in the articles of association and section 561(1) of the Companies Act 2006 did not apply to any such allotment, provided that this power will:

- (a) be limited to the allotment of such number of equity securities that the entire share capital of the Company will not exceed the maximum nominal amount of £2.564103; and
- (b) regarding the New Shares, continue for five years from the passing of this resolution (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.:

#### **RATIFICATIONS**

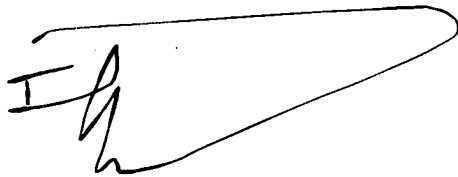
To the extent that any of the above authorised actions of any director, lawyers or accountant of the Company have been undertaken prior to the date of this resolution, then those actions are hereby ratified.

#### **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 above resolutions, hereby irrevocably agrees to the above resolutions.

These resolutions are dated 13 May 2020

A handwritten signature in black ink, consisting of a stylized 'I' followed by a large, sweeping loop that ends in a small hook.

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Ilya Karnaukhov