

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

Mindstone Learning Limited (the “Company”)

Date: 27 September 2021 (the “Circulation Date”)

The Board propose that, in accordance with Chapter 2 of Part 13 of the Companies Act 2006 (the “Act”) the resolutions below are passed as special resolutions of the Company (the “Resolutions”).

SPECIAL RESOLUTIONS





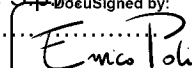
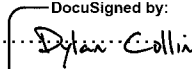


THAT, Article 14.1 of the articles of association of the Company be amended by deleting the words “shall be in accordance with Article 13.5” and replacing them with the words “shall be subject to the consent of the Lead Investor (such consent not to be unreasonably withheld or delayed)”.

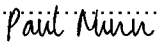
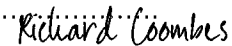

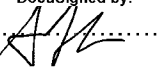
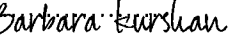
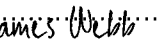
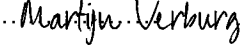
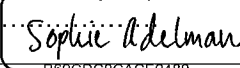
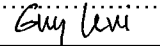
THAT, Article 26.1(a)(i) of the articles of association of the Company be amended to read as follows: “for so long as the Founders (or their Qualifying Companies, as applicable) and their Permitted Transferees hold Shares, they will be entitled to appoint up to 4 persons as Founder Directors of the Company from time to time, and the other Shareholders will not vote with their Shares so as to remove such persons from office.”

AGREEMENT

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

The undersigned, being the persons entitled to vote on the above resolutions on the Circulation Date (being the eligible members of the Company for the purposes of section 289 of the Companies Act 2006) irrevocably agree to the Resolutions:

Moonfire Ventures Fund I LP Signed:	DocuSigned by:  91783BAF4DC744E...	Date: 9/30/2021
JNW Consulting LTD Signed:		Date:
Joshua Wöhle Signed:	DocuSigned by:  0534DEF285F04A9...	Date: 9/27/2021
Melody Lang Signed:	DocuSigned by:  4A9EECD74B2F49A...	Date: 9/28/2021
Patrick Cootes Signed:	DocuSigned by:  7BA81C7C0B57480...	Date: 9/28/2021
Florian Zysset Signed:	DocuSigned by:  81FA5EA81194480...	Date: 9/28/2021
The Fund London Signed:		Date:
Zanichelli Venture S.p.A. Signed:	DocuSigned by:  A0F93DC8F3BB4E4...	Date: 9/28/2021
Lee Veitch Signed:		Date:
Dylan Collins Signed:	DocuSigned by:  12456D56C1B4496...	Date: 9/28/2021
Thierry Verhaeghe Signed:		Date:
Joseph Bikart Signed:		Date:
Saqib Awan Signed:	DocuSigned by:  590D267F1C9C417...	Date: 9/28/2021
Nex.D Signed:		Date:
Schmidt Family Trust U-A Signed:		Date:
Anton Derlyatka Signed:		Date:
Dilpesh Parmar Signed:	DocuSigned by:  D150F2E7E8EE43B...	Date: 9/28/2021
Rebecca Cootes Signed:		Date:
Noam Yasour Signed:		Date:

Paul Nunn Signed:	<small>DocuSigned by:</small> 	Date: 9/28/2021
Richard Coombes Signed:	<small>1326FB118F20498... DocuSigned by:</small> 	Date: 9/29/2021
Thomas Terdjman Signed:	<small>746ED818E5134E6...</small>	Date:
Mark Ransford Signed:	<small>DocuSigned by:</small> 	Date: 9/28/2021
Peter Ward Signed:	<small>D37508A191B4461...</small>	Date:
Anand Chopra-McGowan Signed:		Date:
Andrea Alinovi Signed:	<small>DocuSigned by:</small> 	Date: 9/28/2021
Barbara Kurshan Signed:	<small>B62C89AC722247B... DocuSigned by:</small> 	Date: 9/28/2021
James Webb Signed:	<small>0A321B320AE140E... DocuSigned by:</small> 	Date: 9/28/2021
Martijn Verburg Signed:	<small>C7A1F2C0CAEE40D... DocuSigned by:</small> 	Date: 9/28/2021
Sophie Adelman Signed:	<small>EE08E6BF01B7418... DocuSigned by:</small> 	Date: 9/28/2021
Guy Levi Signed:	<small>B69CDC0CACE9489... DocuSigned by:</small> 	Date: 9/28/2021
	<small>ECA8EEF6C6AB460...</small>	

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 with all the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by email to jwohle@gmail.com. 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, on or prior to the expiry of 28 days from the Circulation Date, 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 to the Company.