

Company Number: 12668162

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**SOCIAL MONEY GROUP LIMITED**

(Company)

Circulation Date: *10 december* 2020

In accordance with the provisions of Chapter 2 of Part 13 Companies Act 2006 (**Act**), the following resolutions are passed as ordinary and special resolutions of the Company (**Resolutions**), as indicated below:

**ORDINARY RESOLUTIONS**

1. **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for shares up to an aggregate nominal amount of £53,110 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2020.

This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities

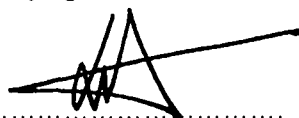
2. **THAT**, the 1 ordinary share of £0.01 in the capital of the Company presently held by Louis Alexander be reclassified as 1 SOMO1 ordinary share of £0.01.
3. **THAT**, the purchase by the Company of the entire issued share capital of Social Money Limited, being a company connected with Louis Alexander, a director of the Company, be approved.

**SPECIAL RESOLUTIONS**

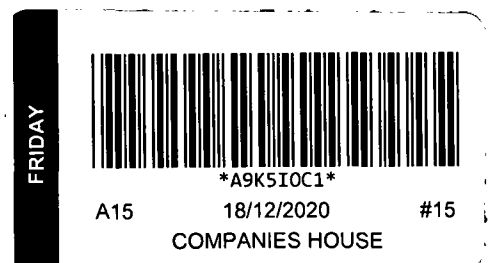
4. **THAT**, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act did not apply to any such allotment.
5. **THAT**, the draft articles of association produced to the meeting and, for the purposes of identification, attached to this resolution be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

**Please read the notes at the end of this document before signifying your agreement to the resolutions.**

I, the undersigned, being the person eligible to vote on the above resolutions on the Circulation Date hereby irrevocably agree to the above resolutions.



LOUIS ALEXANDER



Date: 10 December 2020

## NOTES

1. If you agree with 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 Brabners LLP, 55 King Street, Manchester M2 4LQ.
- **By Email:** emailing the signed copy to [rachel.brassey@brabners.com](mailto:rachel.brassey@brabners.com).
- **By Post:** returning the signed copy by post to Brabners LLP, 55 King Street, Manchester M2 4LQ.

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, by 28 days after the circulation date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.