

Company Number: **13000992**

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
-of-
PEOPLEFUL GROUP LIMITED
(the "Company")

.....22.December. 2020 (the "**Circulation Date**")

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "**Act**"), the director of the Company proposes that the following resolution below numbered 1 is hereby passed as an Ordinary Resolution and the resolutions below numbered 2 and 3 are passed as Special Resolutions (together the "**Resolutions**").

ORDINARY RESOLUTION

- 1 **THAT**, the directors be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company:
 - 1.1 to allot and issue up to 750 shares in the capital of the Company, having a maximum aggregate nominal value of £7.50 (the "**Shares**"), provided that:
 - 1.1.1 the authority granted under this resolution shall expire two years after the passing of this resolution; and
 - 1.1.2 the Company may, before such expiry under paragraph 1.1.1 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 to the extent unused.

SPECIAL RESOLUTION

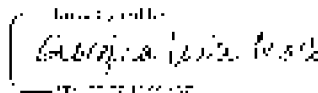
- 2 **THAT**, subject to the passing of resolution 1 above, any and all rights of pre-emption arising under the articles of association of the Company, the New Articles (as defined below), under the Act or otherwise, be and hereby are waived by the shareholder in respect of the allotment and issue of the Shares in the capital of the Company.
- 3 **THAT**, the articles in the form attached to these Resolutions be adopted as the new articles of association of the Company in substitution for and to the exclusion of all existing articles of association of the Company (the "**New Articles**").

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AGREEMENT

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

The undersigned, entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

Signed: 
Name: GEORGINA LOUISE MACK
(PRINT NAME)

Date: 22 December 2020

Signed:
Name:
(PRINT NAME)

Date:

Signed:
Name:
(PRINT NAME)

Date: _ _ _ _ _

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Notes for Member:

- 1 To signify his/her agreement to the proposed Resolutions set out above the eligible member is requested to sign and leave undated these Resolutions. Once the eligible member has signified his agreement to the Resolutions his/her agreement may not be revoked.
- 2 These proposed Resolutions will lapse if they are not passed before the end of 28 days beginning with the day on which this document is circulated to the eligible member.