

Company No. 14303870

The Companies Act 2006
Private Company Limited by Shares

Written Resolution

of

Project Numbers Topco Limited (Company)

09 January 2024 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the directors of the Company (Directors) propose that the below resolutions are passed as special resolutions (Resolutions).

SPECIAL RESOLUTIONS

1. THAT, in relation to the proposed transfers on or around the Circulation Date of 1,769,015 B ordinary shares of £0.01 each in the capital of the Company from Hayley Dawn Simmons to the individuals listed in the table below and in the proportions set out opposite their respective names (Proposed Transfers), all pre-emption provisions which would otherwise arise in relation to the Proposed Transfers (whether pursuant to the Company's articles of association (Articles) or otherwise) shall not apply to the Proposed Transfer and any and all rights in respect of such pre-emption provisions be and are hereby waived.

Proposed transferee	Number of B ordinary shares of £0.01 each to be transferred
Donal Peter O'Connell	117,120
Stephen Howard Neal	130,737
Peter John Watts	20,496
Samantha Jane Daniels	25,849
Nikolaos Ioannidis	12,302
Peter Jones	9,200
Kevan Leggett	274,161
John Williams	20,747
Adam Bell	20,291
Mark Ferguson	9,200
Mark John Dickinson	16,968
Joanne Gibbons	9,200
Timothy Smith	115,097
Andrew Martin Clifford	11,088
Ransford Agyei-Boamah	23,260
Apiary Capital Partners I Investment GP LLP in its capacity as general partner of Apiary Capital Partners I Investment LP	905,409
Leigh Smith	47,890

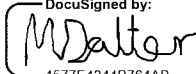
2. THAT the proposed transfers of all the 10% series B fixed rate secured loan notes issued by the Company's wholly-owned subsidiary Project Numbers Midco Limited which are registered in the name of Hayley Simmons to certain holders of shares in the capital of the Company be and are hereby approved for all purposes.

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, hereby irrevocably agree to the Resolutions:

Signed for and on behalf of Apiary Capital Partners I Investment GP LLP, in its capacity as general partner of Apiary Capital Partners I Investment LP

DocuSigned by:

4577E4344B764AB.....

Date 09 January 2024.....

Signed by Peter O’Connell

Date

Signed by Sarah Gardener

Date

Signed by Stephen Neal

Date

Signed by Peter Watts

Date

Signed by Leigh Smith

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, hereby irrevocably agree to the Resolutions:

Signed for and on behalf of Apiary Capital Partners I Investment GP LLP, in its capacity as general partner of Apiary Capital Partners I Investment LP

Date

Signed by Peter O'Connell

DocuSigned by:
Peter O'Connell
.....F2A4D3C6CB80417.....

Date 09 January 2024

Signed by Sarah Gardener

DocuSigned by:
Sarah Gardener
.....F37AA61DF147492.....

Date 09 January 2024

Signed by Stephen Neal

DocuSigned by:
Stephen Neal
.....52A50C0D664C421.....

Date 09 January 2024

Signed by Peter Watts

DocuSigned by:
Peter Watts
.....F7E47B67EF1A4DA.....

Date 09 January 2024

Signed by Leigh Smith

DocuSigned by:
Leigh Smith
.....807141326A2C46C.....

Date 09 January 2024.....

Signed by Samantha Daniels

DocuSigned by:
Samantha Daniels
.....3E6B791A89F24C2.....

Date 09 January 2024.....

Signed by Stephen Morgan

DocuSigned by:
Stephen Morgan
.....369D91E8B15046A.....

Date 09 January 2024.....

Signed by Mark Dickinson

DocuSigned by:
Mark Dickinson
.....FA22D13D825D44C.....

Date 09 January 2024.....

Signed by Kevan Leggett

DocuSigned by:
Kevan Leggett
.....1C064998B94147B.....

Date 09 January 2024.....

Signed by John Williams

DocuSigned by:
John Williams
.....4772D5E0FAD94C5.....

Date 09 January 2024.....

Signed by Andrew Martin Clifford

DocuSigned by:
Andrew Clifford
.....6769B94BFFB6449.....

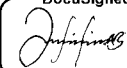
Date 09 January 2024.....

Signed by Robyn Jane Liddell

DocuSigned by:
Robyn Liddell
.....AAF8BA4F2F0C4D8.....

Date 09 January 2024.....

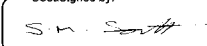
Signed by Ransford Agyei-Boamah

DocuSigned by:

5B18674C6E0A4BD...

Date

09 January 2024

Signed by Steve South

DocuSigned by:

98E8A135AFC44A4...

Date

09 January 2024

Signed by Hayley Simmons

DocuSigned by:

C2D9ACDCE024486...

Date

09 January 2024

NOTES

1. If you agree to the Resolution, please indicate your agreement by signing this document where indicated above and returning it to the Company using one of the following delivery methods:
 - By hand: delivering the signed copy to Project Numbers Topco Limited, c/o Apiary Capital LLP, 6 Warwick Street, London W1B 5LX.
 - Post: returning the signed copy by post to Project Numbers Topco Limited, c/o Apiary Capital LLP, 6 Warwick Street, London W1B 5LX.
 - Email: by attaching a scanned copy of the signed document to an email and sending it to john.allen@wablegal.com.
 - Using an electronic signature service (eg DocuSign): by arranging for confirmation that this document has been signed electronically to be sent to john.allen@wablegal.com.
2. If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless within 28 days of the Circulation Date, sufficient agreement is received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.

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.