

Company number 07026107

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

SECRET ESCAPES LIMITED
(the "Company")

3 March 2021 (the "Circulation Date")



Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below be passed as an ordinary resolution and resolutions 2 and 3 be passed as special resolutions (together the "Resolutions").

ORDINARY RESOLUTIONS

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 to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company ("Rights"), up to a maximum aggregate nominal amount of £332.48 comprising E ordinary shares of £0.001 each and/or ordinary shares of £0.001 each,

PROVIDED THAT:

- (a) the authority granted under this resolution shall expire five years after the passing of this resolution; and
- (b) the Company may, before such expiry under paragraph (i) 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 substitution for all subsisting authorities to the extent unused (but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities).

SPECIAL RESOLUTIONS

2. That the articles of association attached to these written resolutions be approved and adopted as the new articles of association of the Company (the "New Articles") in substitution for and to the entire exclusion of the existing articles of association of the Company.
1. That all of the issued D ordinary shares of £0.001 each in the capital of the Company (other than 125 D ordinary shares held by Rohit Gupta) be re-classified as an aggregate 4,666,720 deferred shares of £0.001 each in the capital of the Company, such shares having the rights and being subject to the restrictions set out in the New Articles (as defined above).

AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

SIGNED by
ANDERSON INVESTMENTS PTE. LTD.

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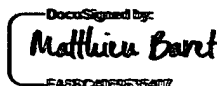
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SIGNED by
IDINVEST PARTNERS
acting as managing company of

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IDinvest Growth Fund II
IDinvest Digital Fund II
IDinvest Patrimoine n°4 IR
IDinvest Patrimoine n°5
Objectif Innovation Patrimoine n°8

acting by Matthieu Baret

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SIGNED by
GV EUROPE 2014 GP, L.P.
acting as general partner of
GV Europe 2014, L.P.

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acting by

SIGNED by
ATLAS VENTURE FUND VIII, LP

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acting by

SIGNED by
INDEX VENTURES VI (JERSEY), L.P.

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By: its Managing General Partner:

Index Venture Associates VI Limited

acting by

AGREEMENT

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ANDERSON INVESTMENTS PTE. LTD.

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SIGNED by
IDINVEST PARTNERS
acting as managing company of

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IDinvest Growth Fund II
IDinvest Digital Fund II
IDinvest Patrimoine n°4 IR
IDinvest Patrimoine n°5
Objectif Innovation Patrimoine n°8

acting by

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GV EUROPE 2014 GP, L.P.
acting as general partner of
GV Europe 2014, L.P.

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SIGNED by
ATLAS VENTURE FUND VIII, LP
Frank Castellucci
acting by

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Frank Castellucci
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INDEX VENTURES VI (JERSEY), L.P.

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By: its Managing General Partner:

Index Venture Associates VI Limited

acting by

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acting as general partner of
GV Europe 2014, L.P.

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By: its Managing General Partner:

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Nigel Greenwood
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Index Venture Associates VI Limited

acting by Nigel Greenwood Director

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INDEX VENTURES VI PARALLEL
ENTREPRENEUR FUND (JERSEY), L.P.

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Nigel Greenwood
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By: its Managing General Partner:

Index Venture Associates VI Limited

acting by Nigel Greenwood Director

SIGNED for and on behalf of
YUCCA (JERSEY) SLP
By: Intertrust Employee Benefit Services
Limited as Authorised Signatory of Yucca
(Jersey) SLP in its capacity as administrator of
the Index Co-Investment Scheme

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Authorised Signatory - Intertrust Employee
Benefit Services Limited

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SIGNED under a power of attorney for
OCTOPUS APOLLO VCT PLC

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By: its Managing General Partner:

Index Venture Associates VI Limited

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By: Intertrust Employee Benefit Services)
Limited as Authorised Signatory of Yucca)
(Jersey) SLP in its capacity as administrator of)
the Index Co-Investment Scheme)

Authorised Signatory - Intertrust Employee
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By: its Managing General Partner:

Index Venture Associates VI Limited

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(Jersey) SLP in its capacity as administrator of)
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Authorised Signatory - Intertrust Employee
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Index Venture Associates VI Limited

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LIMITED

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SIGNED under a power of attorney for
OCTOPUS TITAN VCT PLC

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OCTOPUS ZENITH LP
acting by its general partner
Octopus GP Limited

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OCTOPUS ZENITH OPPORTUNITIES II A, LP
acting by its general partner
Octopus Zenith Opportunities GP Limited

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acting by its general partner
Octopus Zenith Opportunities GP Limited

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acting by its general partner
Octopus Zenith Opportunities GP Limited

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acting by its general partner
Octopus Zenith Opportunities GP Limited

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OCTOPUS INVESTMENTS NOMINEES
LIMITED

acting by

SIGNED under a power of attorney for
OCTOPUS TITAN VCT PLC

acting by

SIGNED by
OCTOPUS ZENITH LP
acting by its general partner
Octopus GP Limited

acting by

SIGNED by
OCTOPUS ZENITH OPPORTUNITIES II A, LP
acting by its general partner
Octopus Zenith Opportunities GP Limited

acting by Graeme Paton and Giles Le Sueur
For and on behalf of
Oak Directors (Jersey) Limited
Director

SIGNED by
OCTOPUS ZENITH OPPORTUNITIES II B, LP
acting by its general partner
Octopus Zenith Opportunities GP Limited

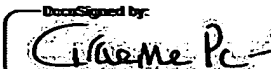
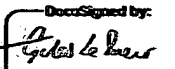
acting by Graeme Paton and Giles Le Sueur
For and on behalf of
Oak Directors (Jersey) Limited
Director

SIGNED by
OCTOPUS ZENITH OPPORTUNITIES II C, LP
acting by its general partner
Octopus Zenith Opportunities GP Limited

acting by Graeme Paton and Giles Le Sueur
For and on behalf of
Oak Directors (Jersey) Limited
Director

SIGNED by
OCTOPUS ZENITH OPPORTUNITIES II D, LP
acting by its general partner
Octopus Zenith Opportunities GP Limited

acting by Graeme Paton and Giles Le Sueur
For and on behalf of
Oak Directors (Jersey) Limited
Director

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SIGNED under a power of attorney for
**OCTOPUS INVESTMENTS NOMINEES
LIMITED**

acting by attorney

MFerguson

SIGNED under a power of attorney for
OCTOPUS TITAN VCT PLC

acting by attorney

MFerguson

SIGNED by
OCTOPUS ZENITH LP
acting by its general partner
Octopus GP Limited

acting by attorney

MFerguson

SIGNED by
OCTOPUS ZENITH OPPORTUNITIES II A, LP
acting by its general partner
Octopus Zenith Opportunities GP Limited

acting by

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acting by its general partner
Octopus Zenith Opportunities GP Limited

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acting by its general partner
Octopus Zenith Opportunities GP Limited

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OCTOPUS ZENITH OPPORTUNITIES II D, LP
acting by its general partner
Octopus Zenith Opportunities GP Limited

acting by

SIGNED under a power of attorney for
OCTOPUS INVESTMENTS LIMITED
acting by attorney.....

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Mr Ferguson

SIGNED by
STAFFORD ALEXANDER ANTHONY
TALBOT SAINT

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SIGNED by
THOMAS JOSEPH VALENTINE

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Other Parties

SIGNED by
TROY DANIEL COLLINS

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SIGNED by
LAUREL BOWDEN

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SIGNED by
ALEX CHESTERMAN

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JEREMY COOPER

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OCTOPUS INVESTMENTS LIMITED
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STAFFORD ALEXANDER ANTHONY
TALBOT SAINT

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Alex Saint
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SIGNED by
THOMAS JOSEPH VALENTINE

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DocuSigned by:
Tom Valentine
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Other Parties

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TROY DANIEL COLLINS

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Troy Collins
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LAUREL BOWDEN

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Laurel Bowden
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Alex Chesterman
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JEREMY COOPER

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Jeremy Cooper
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SIGNED by
LGV, L.P.

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acting by Sarita Steyn Megan Stewart

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S Sarita Steyn
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DocuSigned by:
M Megan Stewart
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Director of Adelphi Limited as director of LGV GP Limited
Auth sig of Adelphi Limited

SIGNED by
ROBIN KLEIN

DocuSigned by:

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SIGNED by
CHRIS LETCHER

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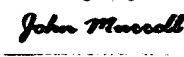
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SIGNED by
ANDREW MCLOUGHLIN

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JOHN MURRELL

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MARK MURRELL

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SOKRATIS PAPAFLORATOS

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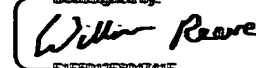
SIGNED by
MARK QUINN-NEWALL

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TALI RAPAPORT

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WILLIAM REEVE

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SIGNED by
ROSEBAY LIMITED
acting by Nick Ford
a director

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SIGNED by
MURRAY SALMON

SIGNED by
EDUARDO SOLANAS

SIGNED by
TONI CUPIT

SIGNED by
CHI HAO LIN

SIGNED by
FRANCESCO SACCHI

SIGNED by
MICHAEL STOGOWSKI

SIGNED by
LAURA WALLACE

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ALEXANDRA TAYLOR

SIGNED by
ROSEBAY LIMITED
acting by Nicholas Mark Ford
a director

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Nicholas Mark Ford
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MURRAY SALMON

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Murray Salmon
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Eduardo Solanas
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Toni Cupit
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CHI HAO LIN

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FRANCESCO SACCHI

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FRANCESCO SACCHI
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MICHAEL STOGOWSKI

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Michael Stogowski
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LAURA WALLACE

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Laura Wallace
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ALEXANDRA TAYLOR

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Alexandra Taylor
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JOHN MORTIMER

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THOMAS EVANS

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ROBERT DAY

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Robert Day
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DAVID NEFS

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JULIAN REMBRANDT

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Dan Cohen
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SHANE SIMPSON

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HOLLY TURNER

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ROHIT GUPTA

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SIGNED for and on behalf of Merian Global
Investors (UK) Limited
as Investment Manager on behalf of
**MERIAN UK MID-CAP FUND, A SUB-FUND
OF MERIAN INVESTMENT SERIES I**

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SIGNED for and on behalf of Merian Global
Investors (UK) Limited
as Investment Manager on behalf of
**MERIAN UK SMALLER COMPANIES FUND,
A SUB-FUND OF MERIAN INVESTMENT
SERIES I**

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SIGNED for and on behalf of Merian Global
Investors (UK) Limited
as Investment Manager on behalf of
**MERIAN CHRYSLIS INVESTMENT
COMPANY LIMITED**

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SIGNED by Rubens 201, L.P.

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By: Rubens GP Limited, its general partner

By:

Name:

Director:

**SIGNED by
GV 2019, L.P.**

By: GV 2019 GP, L.P., its General Partner
By: GV 2019 GP, L.L.C., its General Partner

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By: _____

Name: Daphne M. Chang

Title: Authorized Signatory

SIGNED for and on behalf of Merian Global
Investors (UK) Limited
as Investment Manager on behalf of
MERIAN UK MID-CAP FUND, A SUB-FUND
OF MERIAN INVESTMENT SERIES I

SB Pearson

SIGNED for and on behalf of Merian Global
Investors (UK) Limited
as Investment Manager on behalf of
MERIAN UK SMALLER COMPANIES FUND,
A SUB-FUND OF MERIAN INVESTMENT
SERIES I

SB Pearson

SIGNED for and on behalf of Merian Global
Investors (UK) Limited
as Investment Manager on behalf of
MERIAN CHRYSALIS INVESTMENT
COMPANY LIMITED

SB Pearson

SIGNED by Rubens 201, L.P.

By: Rubens GP Limited, its general partner

By:

Name:

Director:

SIGNED by
GV 2019, L.P.

By: GV 2019 GP, L.P., its General Partner
By: GV 2019 GP, L.L.C., its General Partner

By: _____

Name: Daphne M. Chang

Title: Authorized Signatory

SIGNED by
Accomplice U SPV, LLC

By: _____
Name: Frank Castellucci
Title: Administrator

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DocuSigned by:
Frank Castellucci
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SIGNED by
Accomplice Fortuity Pool, L.P.

By: _____
Name: Frank Castellucci
Title: Administrator

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DocuSigned by:
Frank Castellucci
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Date: _____ 30 March _____ 2021

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:
 - (a) **by hand or post:** returning the signed copy by hand or post to the Company's registered office;
 - (b) **by DocuSign;**
 - (c) **by email:** by attaching a scanned copy of the signed document to an email and sending it to any director or officer of the Company. Please enter "Written resolution" in the email subject box.
2. 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.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, by the date falling 28 days from the Circulation Date, sufficient agreement has been received from the required majority of eligible members for the Resolutions to be passed, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us on or before this date.
5. 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.
6. 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.