

Company number 07279488

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

BPI AUCTIONS LTD (**Company**)

Circulation Date: 26 May 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**2006 Act**), the directors of the Company propose that the resolution below is passed as an ordinary resolution (**Resolution**).

ORDINARY RESOLUTION

1. THAT the issued share capital of the Company held by FYI GROWTH L.P. acting by its general partner FYI GROWTH GP LIMITED be reclassified from:

Shareholder	Number and class of shares held
FYI GROWTH L.P. acting by its general partner FYI GROWTH GP LIMITED	2822 A ordinary shares of £0.0001

to:

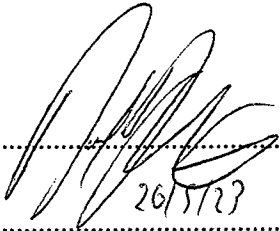
Shareholder	Number and class of shares held
FYI GROWTH L.P. acting by its general partner FYI GROWTH GP LIMITED	2822 D ordinary shares of £0.0001 each

AGREEMENT

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

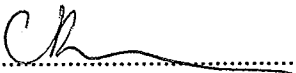
The undersigned, being the members entitled to vote on the above Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by David Boulton


26/5/23

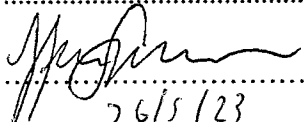
Date

Signed by Charlotte Boulton


26/5/23

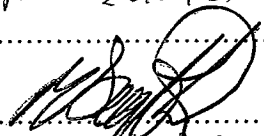
Date

Signed by Henry Spencer


26/5/23

Date

Signed by Marcus Smith


26/5/23

Date

Signed by James Mellars


26/5/23

Date

Signed by FYI Growth L.P. acting by
its general partner FYI Growth GP
Limited on behalf of David Boulton
under a power of attorney dated []



Date

Signed by FYI Growth L.P. acting by
its general partner FYI Growth GP
Limited on behalf of Charlotte
Boulton under a power of attorney
dated []



Date

NOTES

1. If you agree to the Resolution, 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 the Company at Ripley House, Ripley Drive, Normanton Industrial Estate, Normanton, WF6 1QT.
- Post: returning the signed copy by post to the Company at Ripley House, Ripley Drive, Normanton Industrial Estate, Normanton, WF6 1QT.

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.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by the date falling 28 days from the Circulation Date, sufficient agreement has been 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.
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.