

THE COMPANIES ACT 2006

Company No. 07831511

A PRIVATE COMPANY LIMITED BY SHARES

**SPECIAL WRITTEN RESOLUTION OF  
CROWDFUNDER LIMITED**  
("the Company")

Dated this 7<sup>th</sup> day of December 2017

SATURDAY



We, being the shareholders of the Company entitled to attend and vote at general meetings of the Company hereby pass the following written resolutions of the Company pursuant to s288 of the Companies Act 2006 and hereby agree that the said resolutions shall for all purposes be as valid and effective as if passed at a duly convened meeting of the Company:

1. That, subject to the receipt of subscription monies from the relevant investors, in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to allot shares in the Company up to a maximum aggregate nominal amount of £42, provided that this authority shall, unless renewed, varied or revoked by the Company, expire 3 months from the date of this resolution. This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006 but is in addition to that confirmed by article 6 of the Articles of Association of the Company ('Articles'). This resolution shall become effective on the receipt of the relevant subscription monies and should any of the investors fail to advance their subscription monies, the relevant shares shall not be allotted to that investor and the number of shares allotted shall be adjusted down accordingly.
2. That, subject to the passing of resolution 1 and pursuant to article 5.2 of the Articles and in accordance with the deed of consent signed by the relevant A Ordinary and C Ordinary shareholders of the Company on or around the date of this resolution, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by resolution 1, as if article 5 of the Articles of Association did not apply to any such allotment.

**AGREEMENT**

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

The undersigned, as persons entitled to vote on the above resolutions hereby irrevocably agrees to those resolutions as indicated above:

Signed by .....  
For and on behalf of KEO DIGITAL  
VENTURES LIMITED

ROB LOVE

Date

7 DEC 2017

Signed by .....  
For and on behalf of CROWDCUBE  
LIMITED

Date

Signed by .....  
For and on behalf of VESTA

NATHAN ELSTON

Date

20/11/2017

Signed by .....  
For and on behalf of CREATIVE  
ENGLAND LIMITED

Date

Signed by PHILIP GERAGHTY

Date

Signed by NICHOLAS UNDERHILL

Date

Signed by DOMINIC CULLEN


Date

Signed by HARRY PATERSON

Date

Signed by .....  
For and on behalf of KEO DIGITAL  
VENTURES LIMITED

Date .....

Signed by  .....  
For and on behalf of CROWDCUBE  
LIMITED

Date 4/12/17 .....

Signed by .....  
For and on behalf of NESTA

Date .....

Signed by .....  
For and on behalf of CREATIVE  
ENGLAND LIMITED

Date .....

Signed by PHILIP GERAGHTY .....

Date .....

Signed by NICHOLAS UNDERHILL .....

Date .....

Signed by DOMINIC CULLEN .....

Date .....

Signed by HARRY PATERSON .....

Date .....

Signed by .....  
For and on behalf of KEO DIGITAL  
VENTURES LIMITED

Date .....

Signed by .....  
For and on behalf of CROWDCUBE  
LIMITED

Date .....

Signed by .....  
For and on behalf of NESTA

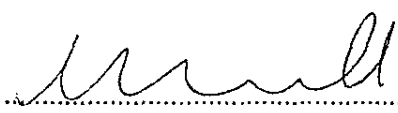
Date .....

Signed by .....  
For and on behalf of CREATIVE  
ENGLAND LIMITED

Date .....

Signed by PHILIP GERAGHTY .....

Date .....

Signed by NICHOLAS UNDERHILL  .....

Date .....

Signed by DOMINIC CULLEN .....

Date .....

Signed by HARRY PATERSON .....

Date .....

Signed by GILES SLINGER .....

Date .....

Signed by NOEL HAYDEN .....

Date .....

Signed by SARA HALBARD .....

Date .....

Signed by JAMES SCOTT-GATTY .....

Date .....

Signed by DAVID JOBSON .....

Date .....

Signed by ROSEMARIE CROCKER .....

Date .....

Signed by DAVID CROCKER .....

Date .....

Signed by PAULA SMITH .....

Date .....

Signed by MIKE HIGGINS .....

Date .....

Signed by ANDREW O'DUA .....

Date .....

Signed by PHILIP TRINDER .....

Date .....

Signed by JAMES WILSON .....

Date .....

Signed by MARCOS BROWNE .....

Date .....

Signed by ANDREW HEARSE .....

Date .....

Signed by MALCOLM BRINDED .....

Date .....

Signed by REBECCA NICHOLLS .....

Date .....

Signed by NIMA ASGARI-JIRHANDEH .....

Date .....

Signed by SIMON NORRIS .....

Date .....

Signed by JIWEN MOLICKI .....

Date .....

Signed by ALEXANDRA SUTCH .....

Date .....

Signed by ERIC-JAN VINK .....

Date .....

Signed by BEN MOSS .....

Date .....

Signed by ANTHONY WAGER .....

Date .....

## NOTES

1. Once you have indicated your voting intentions please sign and date this document and return it to the Company by attaching a scanned copy of the signed document to an e-mail and sending it to Graeme Roy at [graeme@crowdfunder.co.uk](mailto:graeme@crowdfunder.co.uk).

If there are no resolutions you agree with, 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 a resolution, you may not revoke your agreement.

3. Where, such date as is 28 days after the date of this resolutions, insufficient agreement has been received for a resolution to pass, such resolution will lapse. If you agree to all or any of the resolutions, please ensure that your agreement reaches us before this date.