

Company number: 07953149

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

- of -

JUKEDECK LIMITED (the "Company")

10 January 2019 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that:

- (a) resolution 1 below be passed as an ordinary resolution (the "**Ordinary Resolution**"); and
 - (b) resolution 2 below be passed as a special resolution (the "**Special Resolution**"),
- (together the "**Resolutions**").

ORDINARY RESOLUTION

1. That the directors be generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 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, up to a maximum aggregate nominal amount of £2.43, 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 (a) 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.

SPECIAL RESOLUTION

2. That, subject to the passing of resolution 1, the provisions in article 4.3 of the articles of association of the Company shall not apply to the issue of up to 475,000 £1.00 secured convertible loan notes nor the issue of shares in the capital of the Company on conversion of such loan notes up to the maximum aggregate nominal amount set out in resolution 1.

UKMATTERS:50503849.3

MONDAY



A13 *A7X5MS76* 14/01/2019 #225
COMPANIES HOUSE

AGREEMENT

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

Name: EDMUND NEWTON-REX (PRINT NAME)

For and on behalf of: (COMPLETE IF MEMBER IS A COMPANY)

Date: 10/01/19

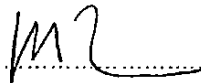
NOTES

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.
2. If you do not agree with 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, within 28 days of the Circulation Date, sufficient agreement has been received from the required majority of eligible members for the Resolutions to be passed, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company on or before 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.

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Signed:

.....

Name:

.....MIKE EVANS..... (PRINT NAME)

For and on behalf of:

.....CAMBRIDGE INNOVATION..... (COMPLETE IF MEMBER IS A
.....CAPITAL (UKSELF) LIMITED..... COMPANY)

Date:

.....10/01/19.....

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Signed:

Moray Wright

Name:

MORAY WRIGHT (PRINT NAME)

For and on behalf of:

PARKWAY ADVISORS LTD, FOR AND ON BEHALF OF
THE UNIVERSITY OF CAMBRIDGE ENTERPRISE FUNDS
AND PARKWAY FUNDS (COMPLETE IF MEMBER IS A
COMPANY)

Date:

10/01/19

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Signed:

GFH

Name:

GEORGIA TAYLOR FORSTER (PRINT NAME)

For and on behalf of:

PLAYFAIR CAPITAL INVESTMENT
NDM (NEE LTD)

(COMPLETE IF MEMBER IS A
COMPANY)

Date:

10/01/19

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Signed:

DocuSigned by:
David Hughes
A03FC44A4C8949B...

Name:

David Hughes
..... (PRINT NAME)

For and on behalf of: The Chancellor, Masters & Scholars of
the University of Cambridge
..... (COMPLETE IF MEMBER IS A
COMPANY)

Date:

10/01/19
.....

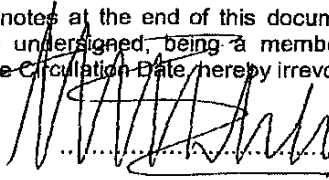
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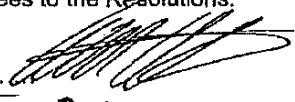
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Signed:


Tim Hutchins


Gavin Carruthers
Director

Name:

Director

(PRINT NAME)

For and on behalf of:



(COMPLETE IF MEMBER IS A
COMPANY)

Date:

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10~~th~~/1/19

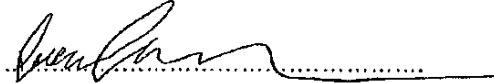
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Signed:



Name:

PIERRE CHANQUION (PRINT NAME)

For and on behalf of: (COMPLETE IF MEMBER IS A COMPANY)

Date:

10/01/19

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Signed:



Name:

Alkis Livatinos (PRINT NAME)

For and on behalf of:

(COMPLETE IF MEMBER IS A COMPANY)

Date:

10/01/19

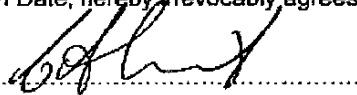
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Signed:



Name:

C A S M A R T

(PRINT NAME)

For and on behalf of:

(COMPLETE IF MEMBER IS A
COMPANY)

Date:

10/01/19

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