

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

FIDEL LIMITED (the "Company")

On 1 March 2021, the following resolutions were passed by Fidel Limited in accordance with Chapter 2 of Part 13 of the Companies Act 2006 as an ordinary resolution or a special resolution (each a "Resolution", together the "Resolutions") as indicated:

ORDINARY RESOLUTION

1. That, subject to completion of the transfer of up to 2,200,000 ordinary A shares of £0.00001 each in the capital of the Company and/or ordinary B shares of £0.00001 each in the capital of the Company (the "Sale Shares") pursuant to certain secondary sale and purchase agreements, the Sale Shares be converted into and re-designated as an equal number of series A2 preferred shares of £0.00001 each in the capital of the Company, having the rights and being subject to the restrictions set out in New Articles (as amended from time to time).
2. That, the directors be generally and unconditionally authorised for the purposes of section 551 of the 2006 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 up to a maximum aggregate nominal amount of £3.40549, 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 RESOLUTIONS

3. That, subject to the passing of Resolution 2, any and all pre-emption rights to which the shareholders of the Company may be entitled, howsoever arising (including but not limited

to under the Company's articles of association from time to time or the 2006 Act) in respect of the allotment and issue of shares made by the directors pursuant to the authority conferred upon them by Resolution 2 above be and hereby are waived or otherwise disapplied.

4. That the articles of association attached to these Resolutions for the purpose of identification (the "New Articles") be adopted as the articles of association of the Company in substitution for, and to the exclusion of all existing articles of association of the Company.

Certified correct by:

*Subrata Dey*

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Director for and on behalf of Fidel Limited