

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
-of-
CUPCLUB LTD (the 'Company')
(company number 09693923)

MEMBERS' WRITTEN RESOLUTIONS
PURSUANT TO CHAPTER 2 OF PART 13 OF THE COMPANIES ACT 2006 (the '**Act**')
Passed: _____ 21 April _____ 2022

The following resolutions were passed on the date stated above by the requisite members of the Company pursuant to Chapter 2 of Part 13 of the Act.

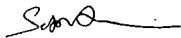
ORDINARY RESOLUTIONS

1. **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot ordinary shares of £0.0001 each in the capital of the Company (the '**Subscription Shares**') up to an aggregate nominal amount of £249.4015, provided that this authority shall expire on the date falling twelve months from the date of this Resolution, unless renewed, varied or revoked by the Company prior to such expiry.
2. **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to grant to employees, directors, advisors and consultants of or to the Company (pursuant to a share option scheme) options ('**Options**') to subscribe for ordinary shares of £0.0001 each in the capital of the Company up to an aggregate nominal amount of £105.3530 from time to time ('**Option Shares**') and to allot such Option Shares pursuant to the exercise of Options, provided that this authority shall expire on the date falling five years from the date of this Resolution, unless renewed, varied or revoked by the Company prior to such expiry, save that the Company may, before such expiry, make an offer or agreement which would or might require Options to be granted (or shares to be allotted pursuant to the exercise of such Options) and the directors may grant Options or allot such shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.

The authorities granted by Resolutions 1 and 2 revoke and replace all unexercised authorities previously granted to the directors pursuant to section 551 of the Act in respect of the Subscription Shares and the Option Shares but without prejudice to any allotment, issue or grant of shares or other securities already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION

3. **THAT**, in accordance with article 10.2 of the Company's articles of association, the directors be generally empowered to allot Subscription Shares pursuant to the authority conferred by Resolution 1, as if any restrictions as to pre-emption, including but not limited to those restrictions contained in article 10 of the Company's articles of association, did not apply to any such allotment and any rights of pre-emption in connection therewith are hereby waived.



Safia Qureshi Arya

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Director