

Company No: 10098146

**WRITTEN RESOLUTIONS**  
**OF**  
**THE BIKE CLUB LIMITED (THE 'COMPANY')**

Pursuant to section 281(1)(a) of the Companies Act 2006 (the 'Act')

Circulation Date: 26 August 2020

Pursuant to section 291 of the Act, the directors of the Company propose that Resolution 1 below is passed as an ordinary resolution and Resolutions 2 and 3 below are passed as special resolutions of the Company.

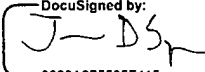
**ORDINARY RESOLUTION**

- 1 **THAT** subject to the passing of Resolution 2, each of the 4,843,700 ordinary shares of £0.00001 each in the capital of the Company registered in the name of James Symes and the 4,643,700 ordinary shares of £0.00001 each in the capital of the Company registered in the name of Alexandra Rico-Lloyd be redesignated as an A ordinary share of £0.00001 each, having the rights set out in the New Articles (as defined below).

**SPECIAL RESOLUTIONS**

- 2 **THAT** the draft articles of association attached to these written resolutions (the 'New Articles') be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.
- 3 **THAT** subject to the passing of Resolution 2, the directors are hereby authorised to allot equity securities (as defined in section 560 of the Act) of the Company pursuant to the authority set out at article 10.2 of the New Articles as if section 561 of the Act and all rights of pre-emption (however expressed) contained in the New Articles did not apply to any such allotment or sale, provided that (unless previously revoked, varied or renewed by the Company) this power will expire on the fifth anniversary of the date of passing of these Resolutions, save that the directors may, before this power expires, make offers or agreements which would or might require equity securities to be allotted after its expiry and the directors may allot equity securities pursuant to such offers or agreements as if this power had not expired.

We, the undersigned, each being a member of the Company who on the Circulation Date would have been entitled to vote on the resolutions, agree to the above resolutions.

DocuSigned by:  
  
0693A975595F416.....

Signed by:

Name : James Symes

Date : 8/26/2020 | 8:01:56 AM PDT



Notes:

- 1 You can choose to agree to all of the above resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to the above resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company:
  - (a) by delivering it by hand or by posting it to Uncommon 126 New Kings Road, Fulham, London, England, SW6 4LZ marked for the attention of James Symes;
  - (b) by sending it as an attachment to an email at james@thebikeclub.co.uk.
- 2 A member's agreement to a written resolution, once signified, may not be revoked.
- 3 A written resolution is passed when the required majority of eligible members have signified their agreement to it.
- 4 The resolutions set out above must be passed before the date falling 28 days after the Circulation Date otherwise they will lapse.
- 5 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.
- 6 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.

