

**Company number: 10827606**

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**ADARE SEC HOLDINGS LIMITED**

**(the "Company")**

1 November 2021  
..... (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed by the members of the Company as special resolutions (the "**Resolutions**").

**SPECIAL RESOLUTIONS**

1. **THAT** the name of the Company be changed to Nosrof 3 Limited.
2. **THAT** the existing articles of association of the Company be amended as follows:

Article 14.1 shall be deleted and replaced with the following:

*14.1 The number of Directors of the Company shall not be less than one and shall not be more than five unless otherwise agreed with Investor Consent.*

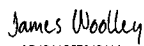
A new Article 20.1A shall be inserted after Article 20.1:

*20.1A Notwithstanding any other provision of these Articles, if the Company has only one director, that director may take decisions without regard to any of the provisions of these Articles relating to directors' decision-making.*

## AGREEMENT

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

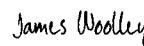
We, the undersigned, being the eligible members of the Company entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

DocuSigned by:  
  
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For and on behalf of

**Endless III (GP) LP in its capacity as General Partner of Endless Fund III A**

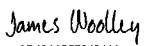
Date: 1 November 2021

DocuSigned by:  
  
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For and on behalf of

**Endless III (GP) LP in its capacity as General Partner of Endless Fund III B**

Date: 1 November 2021

DocuSigned by:  
  
AD4B44C5704B41A

For and on behalf of

**Endless III (GP) LP in its capacity as General Partner of Endless Fund III C**

Date: 1 November 2021

\_\_\_\_\_  
**Rachael Nevins**

Date:

\_\_\_\_\_  
**Christian Dickson**

Date:

## AGREEMENT

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

We, the undersigned, being the eligible members of the Company entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

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For and on behalf of

**Endless III (GP) LP in its capacity as General Partner of Endless Fund III A**

Date:

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For and on behalf of

**Endless III (GP) LP in its capacity as General Partner of Endless Fund III B**

Date:

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For and on behalf of

**Endless III (GP) LP in its capacity as General Partner of Endless Fund III C**

Date:

DocuSigned by:

*Rachael Nevins*

EB2E7DB5B2634C6...

**Rachael Nevins**

Date: 1 November 2021

DocuSigned by:

*Christian Dickson*

A82D27EA94D748F...

**Christian Dickson**

Date: 1 November 2021

DocuSigned by:  
*Thomas Prestwich*  
5216371831CC442...

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**Thomas Prestwich**

Date: 1 November 2021

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**Neil Gaydon**

Date:

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**Andrew Herd**

Date:

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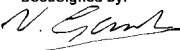
**David Rushton**

Date:

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**Thomas Prestwich**

Date:

DocuSigned by:  
  
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**Neil Gaydon**

Date: 1 November 2021

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**Andrew Herd**

Date:

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**David Rushton**

Date:

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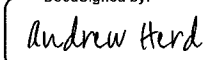
**Thomas Prestwich**

Date:

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**Neil Gaydon**

Date:

DocuSigned by:  
  
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**Andrew Herd**

Date: 1 November 2021

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**David Rushton**

Date:

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**Thomas Prestwich**

Date:

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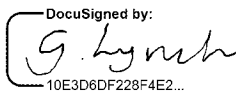
**Neil Gaydon**

Date:

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**Andrew Herd**

Date:

DocuSigned by:  
  
10E3D6DF228F4E2...

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**David Rushton**

Date: 1 November 2021

## NOTES

- 1 You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only one of the Resolutions. 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 using one of the following methods:

- (a) **By email:** emailing the signed copy to c/o Sarah Hardman at sarah.hardman@squirepb.com with the email headed "Adare SEC Holdings Limited – Written Resolution".

- (b) **By hand / post:** returning the signed copy by post or by hand to c/o Sarah Hardman, Squire Patton Boggs (UK) LLP, 6 Wellington Place, Leeds, LS1 4AP.

If you do not agree to the Resolutions, 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 the Resolutions, you may not revoke your agreement.
- 3 Unless, by 28 days from the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 4 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.
- 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.