



A27 *A8AFA49E* #11
25/07/2019
COMPANIES HOUSE

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
BABB GROUP LIMITED ("Company")**

07 March 2019 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the directors of the Company ("**Directors**") propose that the following resolutions are passed as ordinary and special resolutions as specified ("**Resolution**").

ORDINARY RESOLUTION

1. Authority to allot

THAT, in accordance with section 551 CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £2,500 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 March 2022 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all existing authorities granted to the directors of the Company.

SPECIAL RESOLUTIONS

2. Disapplication of pre-emption rights on issue

That, in accordance with article 5 of the Company's articles of association, the Directors be generally empowered to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**), without first offering them to existing shareholders, provided that this power shall be limited to new share issues or share transfer or Rights representing not more than 20% of the total issued share capital of the Company over a rolling twelve month period by reference to the total outstanding share capital immediately prior to each allotment of shares or grant of Rights. This authority shall expire on 31 March 2022 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require shares to be allotted after such expiry and the directors of the Company may allot shares in pursuance to such offer or agreement notwithstanding that the power conferred by this resolution has expired.

This authority is in addition to all existing authorities granted to the directors of the Company.

3. Disapplication of pre-emption rights on transfer

That, the Directors be authorised (but not obliged) to register transfers of shares in the Company, without the transferor of such shares first offering them to existing shareholders as required under article 6 of the Company's articles of association, provided that such authority shall be limited to transfers of shares representing not more than 20% of the total issued share capital of the Company over a rolling twelve month period by reference to the total outstanding share capital immediately prior to such transfer of shares. This authority shall expire on 31 March 2022 (unless renewed, varied or revoked by the Company prior to or on that date).

AGREEMENT

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

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

Signed by Rushd Averroes

Rushd Averroes
.....
Signature

Signed by Crowdcube Nominees Limited

.....
Signature

Signed by Yassin Mobarak

.....
Signature

Signed by BNK to the Future BABB SP,
a segregated Portfolio of BNK to the Future
Capital SPC

.....
Signature

Date:

07/03/2019

.....

NOTES

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

By hand: delivering the signed copy to Ani Alexander at the Company's registered office.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to ani@getbabb.com. Please type "Written resolutions" in the e-mail subject box.

If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
3. Unless, within 30 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, 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.