

COMPANY NUMBER: 11741401

THE COMPANIES ACT 2006

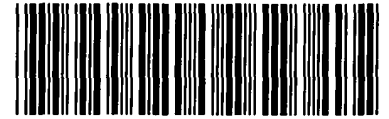
PRIVATE COMPANY LIMITED BY SHARES

Written resolutions OF

BILLX LTD

(the Company)

TUESDAY



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A10

12/05/2020

#327

COMPANIES HOUSE

CIRCULATED ON MONDAY 04 MAY 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below be passed as an ordinary resolution and that resolution 2 below be passed as a special resolution:

#### ORDINARY RESOLUTION



THAT the directors of the Company have the powers given by section 550 of the Companies Act 2006 to exercise any power of the Company to allot shares and to grant rights to subscribe for or to convert any security into shares.

#### SPECIAL RESOLUTION

THAT, in accordance with section 569 of the Companies Act 2006, the directors be generally empowered to allot equity securities (as defined by section 560 of the Companies Act 2006) as if section 561 of the Companies Act 2006 did not apply to any such allotment.

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

We, the undersigned, were at the time the resolutions were circulated entitled to vote on the resolutions and irrevocably agree to the resolutions.

Signed 	Date 4 <sup>th</sup> May 2020
<b>Darren Westlake</b>	
Signed 	Date 4 <sup>th</sup> May 2020
<b>Peter Bailey</b>	

## **EXPLANATORY NOTES FOR SHAREHOLDERS**

1. If you agree to the resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company

If you do not agree to the above resolutions, you do not need to do anything.

2. Once you have signified your agreement to the resolutions, you may not revoke your agreement.
3. Unless, by the date at the end of the 28 day period beginning on the circulation date, sufficient agreement has been received for the resolutions to be passed, they will lapse. If you agree to the resolutions, please ensure that signification of your agreement reaches us before or on this date.
4. Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (ie, members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it.
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.