

WYZE PAY LIMITED (the "Company")
COMPANY NO. 11962345
BOARD MEETING AND SPECIAL RESOLUTIONS

Date: 30 November 2021
Present: Joe Channer, Ian Rae, Carolina Bicalho, Joseph van De Velde

1. SPECIAL RESOLUTION (the "Resolution")

In accordance with the Companies Act 2006 and the Articles of Association of the Company, the following Resolution was passed as a Written Resolution as it received the approval of more than 75% of shareholders eligible to vote.

- 1.1 That the Company shall execute the subscription agreement with Seedrs Nominees Limited (the "Subscription Agreement") in the form circulated.
- 1.2 That the Company shall issue 217,071 new fully paid Ordinary shares of £0.01 to those individuals set out below at a subscription price of £2.05 per share and on the terms set out in the Shareholder Agreement in the form circulated.

Name	No. of Shares
Joe Channer	48,780
Joseph van De Velde	48,780
Trevor Belstead	29,268
Sylvia Smit	48,780
Walid Jalkh	12,195
Niall Carton	29,268
Total	217,071

- 1.3 That the Company shall issue 76,975 new fully paid Ordinary shares of £0.01 to Seedrs Nominees Limited (as nominated custodian of Seedrs Limited) at a subscription price of £2.05 per share and on the terms set out in the Subscription Agreement and the Shareholder Agreement.
- 1.4 That the Company approves the future allocation of 235,100 Ordinary shares of £0.01 for a share option scheme for the benefit of employees, at a time and in a scheme to be determined by the Directors at their sole discretion.

2. FILINGS

The Company shall file all relevant forms with Companies House and perform all other actions as may be necessary to effect and record the above.

3. APPROVED BY



Joe Channer



Joseph van De Velde