

Company Number: 07699834

Dated: 22nd Dec 2020

The Companies Act 2006

Company Limited by Shares

Written Resolution of the members of SPONSORCRAFT LIMITED (the "Company")

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "CA 2006"), the following resolution (the "**Resolution**") is proposed by the Directors as a special resolution. The Resolution was first circulated to members of the Company on 22nd Dec 2020 (the "**Circulation Date**").

Special resolution

- 1) In accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot A Ordinary shares in the Company up to an aggregate nominal amount of £6.466756 (6,466,756 shares of £0.000001 nominal value each); and
- 2) In accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred above, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £6.466756 (6,466,756 shares of £0.000001 nominal value each); and
- 3) That any statutory pre-emption rights associated with the allotment of securities pursuant to the authority conferred above should be waived by all Shareholders.

Please read the notes set out below before signing or taking any action on these resolutions

Agreement of members

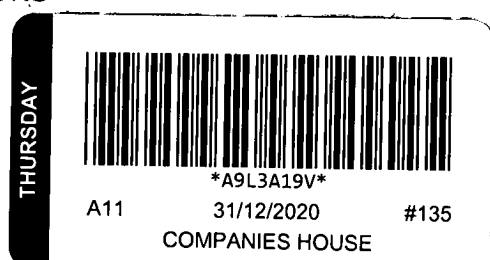
We, being persons entitled to vote on the Resolution on the Circulation Date, irrevocably agree to the Resolution:

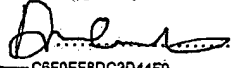
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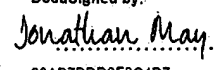
David M. Winger, ELP & CO

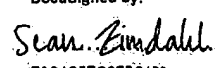
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→ CONNECTICUT INNOVATIONS

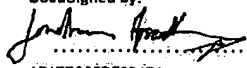


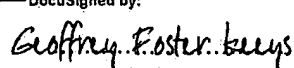
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..... → Duncan Knox
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..... → Jonathan May
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..... → Sean Zimdahl
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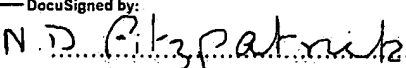
..... → WAYRA

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..... → Jonathan Arscott
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..... → Geoffrey Foster Keays
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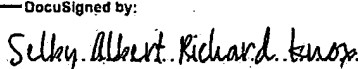
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..... → Alex Sullivan

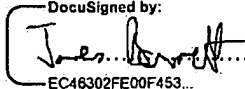
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..... → Susannah Horton

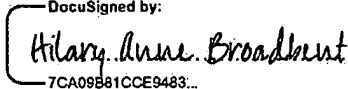
..... → Mark Adey

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..... → Selby Albert Richard Knox
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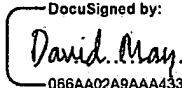
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 → James Barrett
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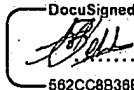
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 → Hilary Anne Broadbent
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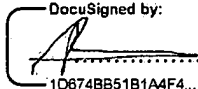
 → David May
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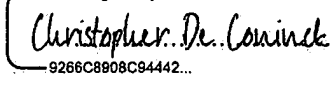
 → Hitesh Mehta
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..... → Chris Cowan

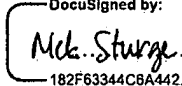
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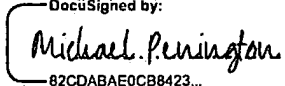
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 → Christopher De Coninck
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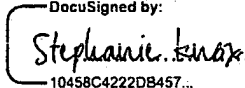
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 → Nick Sturge
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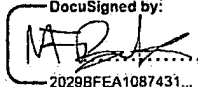
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 → Michael Penington
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 → Stephanie Knox
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 → Mike Bank
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DocuSigned by:
Nick Morant..... → Nick Morant
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..... → Robin Saxby

..... → Simon Moyes

..... → Andy Goldberg

..... → John Adey

..... → Patricia Saxby

DocuSigned by:
Sophia Duffy..... → Sophia Duffy
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..... → Julian May

DocuSigned by:
Philie Investissements..... → PHILIE INVESTISSEMENTS
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DocuSigned by:
Paulina Sygulski..... → Paulina Sygulski
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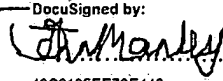
..... → Matthew Mcneil

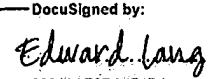
..... → Benjamin May

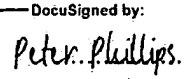
..... → Simon Dexter

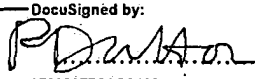
..... → Kerry Knox

..... → Graham Fosh

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..... → John Manley
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..... → Edward Lang
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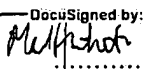
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..... → Peter Phillips
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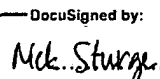
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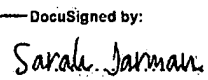


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..... → Robert Hoose

DocuSigned by:
..... → Mark Anderson
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DocuSigned by:
..... → Justine Leyland
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DocuSigned by:
..... → Sarah Jarman
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..... → Share Nominees Limited

..... → Pip Harris

..... → Philippe Rose

..... → Pedro Pires

DocuSigned by:

David Lester

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..... → David Lester

..... → Colin Harris

DocuSigned by:

Mark Rixon

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..... → Mark Rixon

..... → Wayne Earle

..... → Ross Rymkiewicz

DocuSigned by:

Simon Callow

C6CA3FCFA81B4AF...

..... → Simon Callow

DocuSigned by:

Stephen O'Brien

A72EA403B3454FB...

..... → Stephen O'Brien

Notes

- 1) If you agree with the Resolutions, please sign this document above alongside your name or the name of the person on whose behalf you are authorised to act.
- 2) Unless by the end of the period of 28 days beginning with the Circulation Date sufficient agreement has been received by the Company for the Resolutions to pass, they will lapse.
- 3) 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 or authority to help@vestd.com.



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