

TRELLYZ LIMITED (the "Company")
A PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF THE MEMBERS

Circulation Date: 15 January 2020

Date Passed: 15 January 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposes that the following resolutions numbered 3 and 4 are passed as special resolutions of the members of the Company (the "**Resolutions**"):

SPECIAL RESOLUTIONS

1. IT IS NOTED THAT on 15 January 2020 the director of the Company resolved to make the following allotments of shares to the following individuals:
 - a. 7831 ordinary shares of £0.0000001 to Maria Virginia Borletti;
 - b. 261 ordinary shares of £0.0000001 to Federico Forcolini
2. and that the above allotments were not made compliant with the pre-emption rights set out in the Company's Articles of Association.
3. IT IS NOTED THAT the Articles of Association of the Company do not contain any reference to authorised share capital and that accordingly the sole director had the requisite authority to allot shares in accordance with section 550 of the Companies Act 2006 as the Company only has one class of share and the Articles of Association do not prohibit such allotments.
4. IT IS RESOLVED THAT:
 - a. for the purposes of the allotments noted at paragraph 1 above and pursuant to Article 23A(2) of the Articles of Association of the Company, that the pre-emption rights as set out in Articles 23A(1) to 23A(7) (inclusive) of the Company's Articles of Association be retrospectively disapplied in relation to the allotments of shares noted above, up to an aggregate nominal amount of £0.0008092 divided into 8092 ordinary shares of £0.0000001 each; and
 - b. all of the above noted allotments be ratified and are hereby approved as at the date on which this Resolution is passed.

5. IT IS NOTED THAT these resolutions will, if the Resolutions are passed, be filed by the director, Shelley Taylor, with the Registrar of Companies.

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

The undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date set out above, hereby irrevocably agree to the passing of the Resolutions.



Signed by SHELLEY TAYLOR
Member

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Date of signature:

15 January, 2020