

Company Number: 04111091

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN SPECIAL RESOLUTIONS

of

CRYPTOMATHIC LIMITED

(the Company)

(passed on 29 September 2021)

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the sole director of the Company proposed the following resolutions be passed as special resolutions:

SPECIAL RESOLUTIONS

1. THAT the articles of association of the Company be amended in the following way:
 - (a) A new paragraph (3) is inserted at the end of article 6 (Transfer and transmission of shares) as follows:

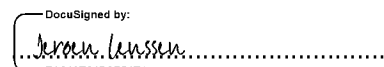
“(3) Notwithstanding anything to the contrary in these Articles, the provisions of paragraphs (1) and (2) above will not apply and the directors of the Company will register any transfer of shares and may not suspend registration of such shares where such transfer:

 - (i) is to:
 - (A) a bank or financial institution or to a trust, fund or other entity which is regularly engaged in or established for the purpose of making, purchasing or investing in loans, securities or other financial assets or to an affiliate thereof (any such entity a “Financial Institution”) or an agent or trustee for any Financial Institution where a security interest has been or is purported to be granted over those shares (each a “Security”) that benefits a Financial Institution; and/or
 - (B) a company or other entity to whom such shares are transferred at the direction of a Financial Institution and/or any administrative receiver, administrator, receiver or receiver and manager or similar entity (a “Receiver”) pursuant to powers granted to it under the Security; and
 - (ii) is delivered to the Company for registration in order to perfect or protect any Security of a Financial Institution; or
 - (iii) is executed by a Financial Institution or Receiver pursuant to a power of sale or other such power under any Security.”
 - (b) Article 4 (Lien) is deleted.

2. THAT the articles of association set out in the document sent or submitted to every eligible member with these resolutions and initialled by the sole director of the Company for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.
3. THAT these resolutions have effect notwithstanding any provision of the Company's articles of association.

Agreement of eligible member

The undersigned, being the sole eligible member on 29 September 2021 (the circulation date), irrevocably agrees to the resolutions set out above:

Signed by: Jeroen Lenssen

For and on behalf of Cryptomathic A/S
Date: 9/29/2021

The sole eligible member must signify its agreement to the proposed resolution as follows: (i) by hand, by delivering a signed copy to Charlotte Møller Andersen at 327 Cambridge Science Park, Milton Road, Cambridge, CB4 0WG ; (ii) by post, by sending a signed copy to Charlotte Møller Andersen at 327 Cambridge Science Park, Milton Road, Cambridge, CB4 0WG; or (iii) by e-mail, by replying to this e-mail and indicating its agreement to the proposed resolution OR by sending a scanned signed copy of the resolutions to charlotte.andersen@cryptomathic.com. The sole eligible member must signify its agreement to the proposed resolution within the period of 28 days from and including the circulation date. However, if the sole eligible member does not agree with the proposed resolution it does not need to reply. Once the sole eligible member has signified its agreement to the proposed resolution, its agreement may not be revoked. The proposed resolution will lapse if it is not passed by the end of that 28 day period.