

Registered Number: 08430008

WHAT3WORDS LIMITED
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

SHAREHOLDER'S WRITTEN RESOLUTIONS
PASSED ON 14th December 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions (the "**Resolutions**") was duly passed in writing on the above date.

ORDINARY RESOLUTIONS

1. **THAT**, pursuant to a proposed bonus issue of shares to the Company's shareholders, the capitalisation of £329,060.61 standing to the credit of the Company's share premium account be approved.
2. **THAT** the directors be generally and unconditionally authorised to exercise all powers of the Company to allot shares and to grant rights to subscribe for or to convert any security into shares up to an aggregate nominal amount of £376,682.94. This authority shall expire (unless previously varied as to duration, revoked or renewed by the Company) on 30 September 2023, except that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired.


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Director

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