

Company number 08855163

The Companies Act 2006

Company limited by shares

Written resolutions

of

SmartUp.io Limited (the "Company")

(passed on 23/02/2018)

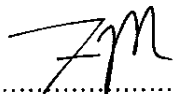
Pursuant to the **written resolutions** of the Company duly circulated on 12 FEBRUARY 2018 the below ordinary resolution and special resolution (together, the "**Resolutions**") were passed on 23 FEBRUARY 2018.

Ordinary Resolution

1. **That**, in addition to all existing authorities granted to the board of the Company, the directors of the Company be and they are empowered for the purposes of Section 551 of the Companies Act 2006 to allot, or to grant any right to subscribe for or to convert any security into shares in the Company up to a nominal value of £0.41. This authority shall expire on the date 5 years after the passing of these Resolutions unless previously revoked, varied or extended save that the directors may, notwithstanding such expiry, allot any shares or grant any right to subscribe for, or to convert any security into, shares in pursuance of an offer or agreement to do so made by the Company before this authority expires.

Special Resolutions

2. **That**, the directors of the Company be and they are empowered to allot, or to grant rights to subscribe for or to convert any security into, shares in the capital of the Company from time to time pursuant to resolution 1 of these Resolutions as if article 10 of the Articles and any other right of pre-emption howsoever arising 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 value of £0.41.


.....
Director.

