

CLEARBANK LIMITED ('THE COMPANY')

COMPANY NUMBER: 9736376

PRINT OF WRITTEN RESOLUTIONS OF THE COMPANY PASSED ON 29 JULY 2020

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

The directors of the Company propose that the following written resolutions be passed by the Company as ordinary resolutions.

ORDINARY RESOLUTIONS

1. THAT the directors of the Company be and are hereby generally and unconditionally authorised for the purposes of section 551 Companies Act 2006 to exercise all the powers of the Company to allot A Shares in the Company up to an aggregate nominal amount of £1.14. This authority shall, unless renewed, varied or revoked by the Company, expire on the date five years from the date of this resolution, save that the Company shall be entitled to make offer(s) or agreement(s) before this authority expires which would or might require shares to be allotted after it has expired and the directors shall be entitled to allot shares under any such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

The authority conferred on the directors of the Company pursuant to this Resolution 1 shall be in addition to any authorities previously granted to the directors of the Company pursuant to section 551 Companies Act 2006 and which are in existence as at the date on which this Resolution 1 is passed.

2. THAT, any conflict of interest of any director of the Company arising from the matters outlined in Resolution 1 above, or any matter related or incidental thereto, hereby be approved and such director may count in the quorum and vote on any board resolution relating to the same.

Members of the Company who are eligible members because they are entitled to vote on the resolutions on the circulation date (that is the date on which copies of the resolutions are first sent to members, being 21 July 2020) should sign and date below to signify their agreement to the resolutions and return the signed document to the Company by DocuSign or send a copy by email to secretariat@clear.bank.

This resolution must be passed by the requisite majority by the end of the period of 28 days beginning with the circulation date otherwise it will lapse.

