Company number 09823895

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

**BLOK LONDON LIMITED (Company)** 

2 February 2022 (Circulation Date)

Under Chapter 2 of Part 13 of the Companies Act 2006 (CA 2006), the directors of the Company (Directors) propose that the following resolution 1 is passed as an ordinary resolution and the following resolutions 2, 3 and 4 as special resolutions (together the Resolutions).

#### ORDINARY RESOLUTION

# 1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (Rights) up to an aggregate nominal amount of £1,078.9908 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the Circulation Date save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

## SPECIAL RESOLUTIONS

### 2. DISAPPLICATION OF PRE-EMPTION RIGHTS ON ALLOTMENT

THAT, subject to the passing of resolution 1, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 1, as if article 39 of the articles of association of the Company to be adopted pursuant to resolution 4 below 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 amount of £1,078.9908 and expire on the fifth anniversary of the Circulation Date (unless renewed, varied or revoked by the

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Company prior to or on that date), save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

#### 3. WAIVER OF PRE-EMPTION RIGHTS ON TRANSFER

THAT the shareholders irrevocably and unconditionally waive their pre-emption rights, whether under article 41 of the articles of association of the Company to be adopted pursuant to resolution 4 below or otherwise, in respect of the purchase and transfer of 2,167,500 ordinary shares of £0.0001 each in the Company from Maximillian Alexander Oppenheim ("MAO") to Santon Capital PLC ("Santon") or such other person as permitted under the terms of a call option agreement between MAO and Santon, amongst others, dated 22 November 2021.

## 4. ADOPTION OF THE NEW ARTICLES OF ASSOCIATION

THAT the proposed new articles of association of the Company attached to this resolution (New Articles) be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

# **AGREEMENT**

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

The undersigned, such persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

Signature:	Docusigned by: Ed Stawbury
Name (PLEASE PRINT):	Edward Stanbury
Date:	2 February 2022
Signature:	DocuSigned by:
Name (PLEASE PRINT):	Maximillian Alexander
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	Oppenheim
Date:	
	2 February 2022
	— DocuSigned by:
Signature:	Rugerty GBB8F73AC2754E2:
Name (PLEASE PRINT):	Reema Stanbury
Date:	
	2 February 2022
Cimpatura	DocuSigned by:
Signature:	Paula Fernandes
Name (PLEASE PRINT):	Paula Fernandes
Date:	0.5.1
	2 February 2022
Signature:	DocuSigned by:
Signature.	$1 \leftarrow p$ .
	Tommy Pinhas
Name (PLEASE PRINT):	Tommy Pinhas
Name (PLEASE PRINT):  Date:	Tommy Pinhas
·	Tommy Pinhas
·	Tommy Pinhas  2 February 2022  Docusigned by:
Date: Signature:	Tommy Pinhas  2 February 2022  Docusigned by:  Gautier Martin-Requier  616A1BD2EC2048D
Date: Signature: Name (PLEASE PRINT):	Tommy Pinhas  2 February 2022  Docusigned by:  Gautier Martin-Regnier
Date: Signature:	Tommy Pinhas  2 February 2022  Docusigned by:  Gautier Martin-Requier  616A1BD2EC2048D
Date: Signature: Name (PLEASE PRINT):	Tommy Pinhas  2 February 2022  Docusigned by:  Gautier Martin-Requir  Gautier Martin  2 February 2022
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Signature:	DocuSigned by:
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Name (PLEASE PRINT):	Alex Sullivan
Date:	
Date.	2 February 2022
Signature:	DocuSigned by:
Signature.	abigail Best
Name (PLEASE PRINT):	Abigail Best
Date:	0.5.1
	2 February 2022
Signature:	Darrin Westlake
	6D45DA162B1A424
Name (PLEASE PRINT):	for and on behalf of Crowdcube Nominees Limited
Date:	2 February 2022
	COUSigned by:
Signature:	Ravi Patel
Name (PLEASE PRINT):	for and on behalf of Santon
	Capital PLC
Date:	
Jule.	2 February 2022
Signature:	Patrick Dewilde
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Name (PLEASE PRINT):	Patrick Dewilde
Date:	0 Fahruary 2000
	2 February 2022
	DaveSinned by
Signature:	Lem Dewilde
Name (PLEASE PRINT):	Cem Dewilde
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Date:	
	2 February 2022

### NOTES

1. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions. If you agree with all the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

By hand: delivering the signed copy to Blok London Limited, Unit J5, 38-40 Clapton Tram Depot, Upper Clapton Road, Clapton, London, E5 8BQ, United Kingdom.

Post: returning the signed copy by post to Blok London Limited, Unit J5, 38-40 Clapton Tram Depot, Upper Clapton Road, Clapton, London, E5 8BQ, United Kingdom.

Email: by attaching a scanned copy of the signed document to an email and sending it to Ed Stanbury <ed@bloklondon.com>. Please type "Blok – Written Resolutions" in the email subject box.

- 2. If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 3. Once you have indicated your agreement to the Resolutions you may not revoke your agreement.
- 4. Unless by the date falling 28 days from the Circulation Date, sufficient agreement is received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
- 5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 6. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.