

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
THE CROSSROAD GROUP LTD.

Circulation Date: 1 December 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**), the directors of The Crossroad Group Ltd. (**Company**) propose that resolutions 1 and 2 are passed as ordinary resolutions (**Ordinary Resolutions**) and resolutions 3 and 4 are passed as special resolutions (**Special Resolutions**) (each a **Resolution** and together the **Resolutions**).

Ordinary Resolutions

1. Subject to the passing of Resolution 2, the directors be and are hereby generally and unconditionally authorised, in accordance with section 551 of the CA 2006, 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 £899 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of this written resolution 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 is in substitution for all previous authorities conferred on the directors in accordance with sections 550 or 551 of the CA 2006.

Special Resolutions

2. The draft articles of association attached to this Resolution be approved and adopted as the articles of association of the Company (**Articles**) in substitution for, and to the exclusion of, the Company's existing articles of association.
3. Subject to the passing of Resolution 2, and in accordance with section 570 of the CA 2006, 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 section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:
 - 3.1. be limited to the allotment of equity securities up to an aggregate nominal amount of £899; and
 - 3.2. expire on the fifth anniversary of the date of this written resolution (unless renewed, varied or revoked by the 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.

AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agrees to the Resolutions.



Signed

.....
Dragos George Baci

Date

2 December 2020
.....

Notes

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and return it to the Company using one of the following methods:
 - **By Hand:** delivering the signed copy to Kuit Steinart Levy LLP, 3 Mary's Parsonage, Manchester, M3 2RD, marked for the attention of Kate Gledhill;
 - **Post:** returning the signed copy by post to Kuit Steinart Levy LLP, 3 Mary's Parsonage, Manchester, M3 2RD, marked for the attention of Kate Gledhill; or
 - **By Email:** returning the signed copy by email to kategledhill@kuits.com.

If you do not agree with the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been 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.
4. 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.
5. 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.