

Company No. 10052693

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS

of

STEP LADDER SOLUTIONS LTD.

(the "**Company**")

20 October **2021**

(the "**Circulation Date**")



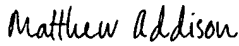
We, the undersigned, being eligible members of the Company (as defined in section 289 of the Companies Act 2006 (the "**Act**")), irrevocably agree to the following resolutions of the Company, such resolutions having effect as ordinary resolutions and special resolutions as indicated, in each case in accordance with Chapter 2 of Part 13 of the Act:

ORDINARY RESOLUTIONS

1. THAT, in accordance with section 551 of the Act, the directors of the Company be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot 29,547 ordinary shares of £0.10 each in the share capital of the Company having an aggregate nominal amount of £2,954.70); declaring that this authority shall (unless renewed, varied or revoked by the Company) expire on the date falling five years from the date of the passing of these resolutions (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, after such expiry and the directors may allot shares or grant rights to subscribe for or to convert any security into shares, in pursuance of such offer or agreement as if the authorisations conferred hereby had not expired) (the "**Share Allotment Resolution**").

SPECIAL RESOLUTIONS

2. THAT, subject to the passing of the Share Allotment Resolution, the directors of the Company be given power pursuant to section 569 of the Act to allot equity securities (as defined in section 560 of the Act) of the Company pursuant to the authority granted by such resolution(s) as if section 561 of the Act did not apply to any such allotment(s); declaring that this authority shall (unless renewed, varied or revoked by the Company) expire on the period of five years from the date of passing this resolution (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 such offer or agreement as if the power conferred hereby had not expired).
3. THAT, the new articles of association of the Company attached to this resolution be approved and adopted as the articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association of the Company.


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Matthew Addison

10/21/2021

Date


Mihir Bhushan

Date

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Lucy Mullins

10/21/2021

Date

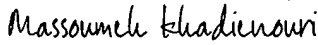
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David McKay Belford

10/21/2021

Date


Kelly Hampaul

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Massoumeh Khadjenouri


10/21/2021

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Een Change Lee

10/26/2021

Date

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Farhan Lalji


by Farhan Lalji
for and on behalf of
Anthemis BBVA Venture Partnership LLP

10/25/2021

Date


Zachary Daniel Levenick

Date

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Marcus John Charles Lyon

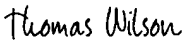
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Peter Rushton


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By Seedcamp IV LP acting by an
authorised signatory of its manager
Seedcamp Investment
Management LP

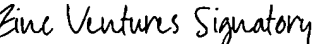
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Jared Smith

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Date

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by Ella Goldner
for and on behalf of
Zinc Ventures Limited

10/21/2021


Date

Arjun Somasekhara

Date

Abdullah Alaraj

Date

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Richard Wyatt

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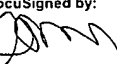
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Deepa Bhushan

Date

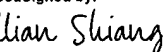
Renato Lulia

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Jason Welham

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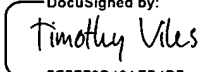
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William Shiang

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Date

Jan Mroczkowski

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Timothy Viles

Date

10/20/2021

Date

NOTES

1. If you agree to the resolutions, please indicate your agreement by signing and dating this document where indicated either via DocuSign or by returning it to the Company by attaching a scanned copy of the signed document to an email and sending it to m.addison@step-ladder-solutions.com cc'ing tara.waters@ashurst.com. Please enter "Step Ladder - Written resolutions " in the email subject box.

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.
2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless, within 28 days, 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 28 days from 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.

APPENDIX 1
Amended Articles