

Company number 11205194

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS
of
ATHERTON BIKES LIMITED (“Company”)**

1st May 2023 (“Circulation Date”)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (“**CA 2006**”), the directors of the Company (“**Directors**”) propose that the following resolutions are passed as ordinary and special resolutions as specified (each a “**Resolution**” and 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 C Ordinary 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 £500 provided that this authority shall, unless renewed, varied or revoked by the Company, expire 12 months after the date of this 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 resolution shall become effective on the receipt of the relevant subscription monies and should any of the investors fail to advance their subscription monies, the relevant shares shall not be allotted to that investor and the number of shares allotted shall be adjusted down accordingly or reallocated to an alternative investor on the same terms as that of the original.

SPECIAL RESOLUTIONS

2. Disapplication of Pre-Emption Rights

That, subject to the passing of Resolutions 1 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 be limited to the nominal amount and time period specified in Resolution 1 (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.

3. Adoption of Articles of Association

That, with immediate effect, the articles of association as are attached to this resolution be adopted as the new articles of association of the Company in substitution for, and to the complete exclusion of, the existing articles of association of the Company.

AGREEMENT

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

The undersigned, being persons entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution:

[Signature page follows]

NOTES

1. If you agree with the Resolution, 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 Piers Linney at the Company's registered office.

E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to piers@moblox.com. Please type "Written resolutions" in the e-mail subject box.

If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
3. Unless, within 30 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, 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.

Signed by
Jonathan Piers Daniel Linney
Signature

Date:
6th April 2023

Signed by
Daniel Simon Atherton
Signature

Date:

Signed by
George David Atherton
Signature

Date:

Signed by
Rachel Andrea Atherton
Signature

Date:

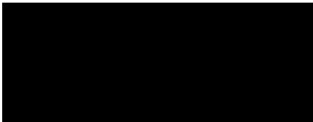
Signed by
Daniel Brown
Signature

Date:

Signed by
Benjamin Farmer
Signature

Date:

Signed by
Andrew Hawkins Signature



Date: 12/04/2023

Signed by
Rob Gow Signature

Date:

Signed by
Benjamin James Henry Signature
Roberts-Arnold

Date:

Signed by
Dave Weagle Signature

Date:

Signed by
Joanne Martin Signature

Date:

Signed by
Edward Haythornthwaite *Signature*

Date:

Signed by
Marianne Gow *Signature*

Date:17/04/2023.....

Signed by
George North *Signature*

Date:

Signed by
Christopher De Pury *Signature*

Date:

Signed by
Sam Browne *Signature*

Date:

Signed by
Simon Newton *Signature*

Date:

Signed by
Andrew Hawkins *Signature*

Date:

Signed by
Rob Gow *Signature*

Date:

Signed by
James Henry Ben Robarts-Arnold *Signature*

Date: *06/04/23*

Signed by
Dave Weagle *Signature*

Date:

Signed by
Joanne Martin *Signature*

Date:

Signed by
Maitlacker Proprietary Limited *Signature*

Date:

Signed by
Lloyd Thomas *Signature*

Date: *20/04/2023* 

Signed by
Kevin Padayachee *Signature*

Date:

Signed by
Huw Williams *Signature*

Date:

Signed by
Julie Booth *Signature*

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Signed by
Alun Jones *Signature*

Date:

Signed by
Jeff Angove Signature

Date:

Signed by
Angels Invest Wales Limited Signature

Date:

Signed by
Nikolimax Investments S.L. Signature

Date:

Signed by
Crowdcube Nominees Limited Signature

Date:

Signed by
Stephen Davies Signature

Date:

Signed by
James Evans Si

Date: 12th April '23

Signed by
Maitlacker Proprietary Limited Signature

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Signed by
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Signed by
Huw Williams Signature

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Julie Booth Signature

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Signed by
Alun Jones Signature

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Daniel Simon Atherton Signature

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George David Atherton Signature

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Signed by
Rachel Andrea Atherton Signature

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Signed by
Daniel Brown Signature

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Signed by
Benjamin Farmer Signature

Date:

6/4/2023

Signed by
David Henderson Signature

Date:

Signed by
Malcolm Cotton Signature

Date:

Signed by
Ben Speare Signature

Date:

Signed by
Giles Salt Signature

Date:

Signed by
DAVID PEARCE
David Pearce

[Redacted Signature]

Signature

Date:
09/04/23

Signed by
Rosemary Lester (nee Tyson) Signature

Date:

Signed by
Jeff Angove *Signature*

Date:

Signed by *MIKE OWEN*
Angels Invest Wales Limited / *Signature*
DBW INVESTMENTS (3) LTD

Date: *6/4/2023*

Signed by
Nikolimax Investments S.L. *Signature*

Date:

Signed by
Crowdcube Nominees Limited *Signature*

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Signed by
Stephen Davies *Signature*

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Signed by
James Evans *Signature*

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Signed by
Rob Gow *Signature*

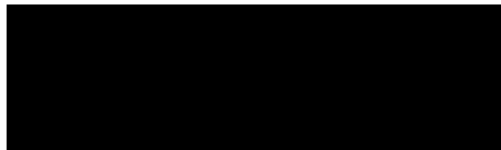
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Signed by
Benjamin James Henry *Signature*
Roberts-Arnold

Date:

Signed by
Dave Weagle *Signature*

Date: April 7, 2023



Signed by
Joanne Martin *Signature*

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Signed by
Edward Haythornthwaite *Signature*

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Signed by
David Henderson Signature

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Signed by
Malcolm Cotton Signature

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Signed by
Ben Speare Signature

Date: *12th April 2023* 

Signed by
Giles Salt Signature

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David Pearce Signature

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Rosemary Lester (nee Tyson) Signature

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Signed by
David Henderson *Signature*

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Malcolm Cotton *Signature*

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Signed by
Ben Speare *Signature*

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Signed by
Giles Salt *Signature*

Date: *12th APRIL 2023*

Signed by
David Pearce *Signature*

Date:

Signed by
Rosemary Lester (nee Tyson) *Signature*

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Signed by
David Henderson Signature

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Signed by
Malcolm Cotton Signature

Date: *10/4/23.*

Signed by
Ben Speare Signature

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Giles Salt Signature

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Signed by
David Pearce Signature

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Signed by
Rosemary Lester (nee Tyson) Signature

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Signed by <i>Marianne Gow</i> <i>Signature</i>
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Signed by <i>George North</i> <i>Signat</i> 
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Signed by <i>Christopher De Pury</i> <i>Signature</i>
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Signed by <i>Sam Browne</i> <i>Signature</i>
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Signed by <i>Simon Newton</i> <i>Signature</i>
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Signed by <i>David Henderson</i> <i>Signature</i>
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Signed by <i>Malcolm Cotton</i> <i>Signature</i>
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Signed by <i>Ben Speare</i> <i>Signature</i>
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Signed by <i>Giles Salt</i> <i>Signature</i>
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Signed by
Bethan Williams Signature

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Signed by
Dylan Southern Signature

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Signed by
Angel Investment Ventures Signature
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Signed by
Rhodri Owen Signature

Date: 06/04/23

Signed by
Rhys Owen Signature

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Signed by
Maitlacker Proprietary Limited *Signature*

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Signed by
Lloyd Thomas *Signature*

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Signed by *Kevin Padayachee*
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Date: *10/04/2023*

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Huw Williams *Signature*

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Signed by
Julie Booth *Signature*

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Signed by
Alun Jones *Signature*

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Signed by
Jonathan Piers Daniel Linney Signature

Date:

Signed by
Daniel Simon Atherton Signature

Date: 10th April 2023

Signed by
George David Atherton Signature

Date: 9 / APRIL 2023

Signed by
Rachel Andrea Atherton Signature

Date: 10 / 4 / 2023

Signed by
Daniel Brown Signature

Date: 9th APRIL 2023

Signed by
Benjamin Farmer Signature

Date:

Signed by
Bethan Williams Signature

Date:

Signed by **DYLAN A SOUTHERN**
Dylan Southern



Signature

Date:

9 April 2023

Signed by
Angel Investment Ventures Limited Signature

Date:

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Signed by
Rhodri Owen Signature

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Signed by
Rhys Owen Signature

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Signed by DAVID HENDERSON
David Henderson

Signature

Date: 11/4/2023

Signed by
Malcolm Cotton

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Ben Speare

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Signed by
Giles Salt

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David Pearce

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Joanne Martin *Signature*

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Rhys Owen *Signature*

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Date: 11/04/2023

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Roberts-Arnold

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Dave Weagle *Signature*

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Joanne Martin *Signature*

Date:

Signed by
Daniel Moelwyn-Williams


Signature

Date:

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