

THURSDAY



\*AAE4MXNS\*

A38

30/09/2021

#30

COMPANIES HOUSE

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

**of**

**MUSE CORPORATION LIMITED ("Company")**

**(Registered in England and Wales with Company number: 11210261)**

**PASSED 10 Feb 2021 2021**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company (the "**Directors**") propose that resolution 1 is passed as an ordinary resolution and resolution 2 is passed as a special resolution (each a "**Resolutions**" and together the "**Resolutions**").

**ORDINARY RESOLUTION**

1. THAT, in accordance with section 551 of the Act, the Directors be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £2.5321 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is 5 years following the date of passing 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 and the Directors may allot shares 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 section 551 of the Act but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

**SPECIAL RESOLUTION**

2. THAT, subject to the passing of Resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 1 as if section 561(1) of the Act 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 £2.5321; and expire on the date which is 5 years following the date of passing of this 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

Signed by  
**ANN MARIE JULIANO**

*Ann Marie Juliano*

Date

10 February 2021 | 08:37:24 PST

Signed by  
**CAROLINE KEANY**

Date

Signed by  
**ORLANDO GEMES**

Date

Signed by  
**MORITZ ROEVER**

Date

For and on behalf of  
**D2 INTERNATIONAL LIMITED**

*Ann Marie Juliano*

Date

10 February 2021 | 08:37:24 PST

Signed by  
**IAN ROBERT BENTINCK**

Date

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

Signed by

**ANN MARIE JULIANO**


.....

Date

.....

Signed by

**CAROLINE KEANY**

  
.....

08 February 2021 | 03:24:41 PST

Date

.....

Signed by

**ORLANDO GEMES**

.....

Date

.....

Signed by

**MORITZ ROEVER**

.....

Date

.....

For and on behalf of

**D2 INTERNATIONAL LIMITED**

.....

Date

.....

Signed by

**IAN ROBERT BENTINCK**

.....

Date

.....

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

Signed by

**ANN MARIE JULIANO**

.....

Date

.....

Signed by

**CAROLINE KEANY**

.....

Date

.....

Signed by

**ORLANDO GEMES**


.....

Date

.....

Signed by

**MORITZ ROEVER**

  
.....

Date

08. Februar 2021 | 05:24:59 CST  
.....

For and on behalf of

**D2 INTERNATIONAL LIMITED**

.....

Date

.....

Signed by

**IAN ROBERT BENTINCK**

.....

Date

.....

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

Signed by

**ANN MARIE JULIANO**

.....

Date

.....

Signed by

**CAROLINE KEANY**

.....

Date

.....

Signed by

**ORLANDO GEMES**

.....

Date

.....

Signed by

**MORITZ ROEVER**

.....

Date

.....

For and on behalf of

**D2 INTERNATIONAL LIMITED**

.....

Date

.....

Signed by

**IAN ROBERT BENTINCK**

*Ian Robert Bentinck*  
.....

Date

08 February 2021 | 14:01:04 GMT  
.....

Signed by  
**STEPHANE CARTY**

*Stephane Carty*  
.....

Date

08 February 2021 | 11:50:33 GMT  
.....

Signed by  
**BOJAN MILICIC**

.....

Date

.....

Signed by  
**JONATHAN SPRY**

.....

Date

.....

Signed by  
**TERESA MAY BENTINCK**

.....

Date

.....

Signed by  
**BRETT CAHILL**

.....

Date

.....

For and on behalf of  
**BARCLAYS UNQUOTED  
INVESTMENTS LIMITED**

.....

Date

.....

Signed by  
**STEPHANE CARTY**

.....

Date

.....

Signed by  
**BOJAN MILICIC**



.....

08 February 2021 | 04:13:38 PST

Date

.....

Signed by  
**JONATHAN SPRY**

.....

Date

.....

Signed by  
**TERESA MAY BENTINCK**

.....

Date

.....

Signed by  
**BRETT CAHILL**

.....

Date

.....

For and on behalf of  
**BARCLAYS UNQUOTED  
INVESTMENTS LIMITED**

.....

Date

.....



Signed by  
**STEPHANE CARTY**

.....

Date

.....

Signed by  
**BOJAN MILICIC**

.....

Date

.....

Signed by  
**JONATHAN SPRY**

*Jonathan Spry*  
.....

Date

08 February 2021 | 12:32:32 GMT  
.....

Signed by  
**TERESA MAY BENTINCK**

.....

Date

.....

Signed by  
**BRETT CAHILL**

.....

Date

.....

For and on behalf of  
**BARCLAYS UNQUOTED  
INVESTMENTS LIMITED**

.....

Date

.....

Signed by  
**STEPHANE CARTY**

.....

Date

.....

Signed by  
**BOJAN MILICIC**

.....

Date

.....

Signed by  
**JONATHAN SPRY**

.....

Date

.....

Signed by  
**TERESA MARY BENTINCK**

*Teresa Mary Bentinck*

.....

Date

08 February 2021 | 16:41:58 GMT

.....

Signed by  
**BRETT CAHILL**

.....

Date

.....

For and on behalf of  
**BARCLAYS UNQUOTED  
INVESTMENTS LIMITED**

.....

Date

.....

Signed by  
**STEPHANE CARTY**

.....

Date

.....

Signed by  
**BOJAN MILICIC**

.....

Date

.....

Signed by  
**JONATHAN SPRY**

.....

Date

.....

Signed by  
**TERESA MAY BENTINCK**

.....

Date

.....

Signed by  
**BRETT CAHILL**

.....

Date

.....

For and on behalf of  
**BARCLAYS UNQUOTED  
INVESTMENTS LIMITED**

  
.....

Date

08 February 2021 | 18:52:59 GMT  
.....

For and on behalf of  
**TECHSTARS ACCELERATOR  
INVESTMENTS LLC**

*David Brown*  
.....

Date

08 February 2021 | 16:54:04 PST  
.....

## 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 to all of 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:
  - (a) **By hand:** delivering the signed copy to Karen O'Grady, Memery Crystal LLP, 165 Fleet Street, London, EC4A 2DY.
  - (b) **Post:** returning the signed copy by post to Karen O'Grady, Memery Crystal LLP, 165 Fleet Street, London, EC4A 2DY.
  - (c) **Email:** by attaching a scanned copy of the signed document to an email and sending it to Karen.O'Grady@memerycrystal.com. Please type "Muse Corporation Limited" in the email subject box.
2. If you do not agree to all of 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 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.
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.