

Company Number: 11241573

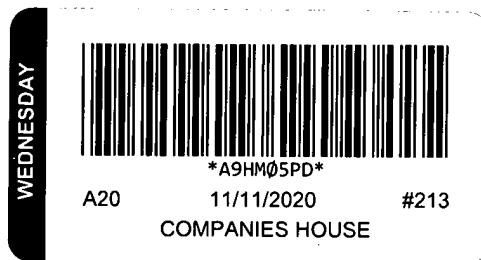
THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

The Smart Container Company Ltd

(the "Company")



Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "Act") the directors of the Company propose that resolutions 1 and 2 below are passed as ordinary resolutions of the Company and resolutions 3 and 4 below are passed as special resolutions of the Company (together, the "Resolution") by way of written resolutions.

Ordinary Resolutions

1. **THAT**, in accordance with section 551 of the Act, the directors of the Company (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 £5.23. This authority shall expire on the date 5 years after the passing of these Resolutions unless previously revoked, varied or extended save that the directors may, notwithstanding such expiry, allot any shares or grant any right to subscribe for, or to convert any security into, shares in pursuance of an offer or agreement to do so made by the Company before this authority expires. 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.
2. **THAT**, the 1,211 Ordinary Shares of £0.01 each in the capital of the Company be subdivided into 1,211,000 Ordinary Shares of £0.00001 each in the capital of the Company, with the rights and restrictions set out in the New Articles of the Company referred to in Resolution 4 below.

Special Resolutions


3. **THAT**, subject to the passing of Resolution 1 above, in accordance with section 570 of the CA 2006, the sole director 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.
4. **THAT**, the draft articles of association in the form annexed to these Resolutions (the "New Articles") be and are adopted in substitution for and to the 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 any of the Resolutions.

The undersigned, as persons entitled to vote on the above Resolutions hereby irrevocably agrees to those Resolutions as indicated above:

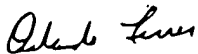
Signed by
Eduardo Garcia
Date:



28 September 2020

Company Number: 11241573

Signed by
Orlando Ferrer
Date:



28 September 2020

Signed by
Tamara Goldstein
Date:

2020

Signed by
DBW (Investments) 3 Limited
Date:

2020

Signed by
Inspire Growth Wales LLP
Date:

2020

Signed by
Ian Merricks
Date:

2020

Signed by
Gary Bull
Date:

2020

Signed by
Vihtori Lehtonen
Date:


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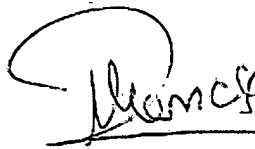
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28 September 2020

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NOTES:

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company by delivering the signed copy to the Company's registered office.
2. **The Resolutions will lapse if sufficient votes in favour of them have not been received by the end of the date which is 28 days after the Circulation Date (the Circulation Date being counted as day one).** Unless you do not wish to vote on the Resolutions, please ensure that your agreement reaches the Company on or before this date and time. If the Company has not received this document from you by then you will be deemed to have voted against the Resolutions.
3. Once you have signified your agreement to the Resolutions such agreement cannot be revoked.
4. In the case of joint holders of shares, only the vote of the holder whose name appears first in the register of members of the Company in respect of such joint holding will be counted by the Company to the exclusion of the other joint holder(s).
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.