

**ZOOVU LIMITED**  
Company Number 11536298  
(the “Company”)

**WRITTEN RESOLUTION OF THE SOLE SHAREHOLDER OF THE COMPANY**

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the sole member of the Company proposes the following resolution (the “**Resolution**”).

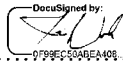
**ORDINARY RESOLUTION**

1. **THAT**, for the purposes of section 551 of the Act, the directors of the Company be and are generally and unconditionally authorised to exercise all powers of the Company to allot 10,000,000 Ordinary Shares of EUR0.000001, to such persons and at such times and on such terms as they think fit, during the period expiring at the end of five years from the date of the passing of this Resolution, and that all previous authorities of the directors pursuant to section 551 of the Act be and are hereby revoked.

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

*[Intentionally left blank]*

I, the undersigned, being the sole member entitled to vote on the Resolution circulated on  
27 October 2023, hereby irrevocably agree to the Resolution.

DocuSigned by:  


.....  
For and on behalf of  
**ZOOVU US HOLDINGS LLC**

**27 October 2023**  
.....  
**Date**

**NOTES:**

1. If you agree to 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 methods:
  - By Hand: delivering the signed copy to Luke Wetmore at Ropes & Gray International LLP, 60 Ludgate Hill, London EC4M 7AW.
  - Post: returning the signed copy by post to Luke Wetmore at Ropes & Gray International LLP, 60 Ludgate Hill, London EC4M 7AW.
  - E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to [luke.wetmore@ropesgray.com](mailto:luke.wetmore@ropesgray.com).

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 28 days of the circulation date of these Resolution, sufficient agreement has been received for the Resolution to pass, they will lapse. If you agree to the Resolution, please ensure that your agreement reaches us as soon as possible.
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.