

Company Number: 11990299

JAJA FINANCE HOLDING (UK) LIMITED

(the "**Company**")

WRITTEN RESOLUTION

Circulation Date: 12 August 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the above Company propose that the following resolutions (the "**Resolutions**") are passed as special resolutions.

SPECIAL RESOLUTION

That, in Article 2 of the Company's articles of association, the following definition be added in alphabetical order:

"Seedrs Issue" means the issue of 5,710 Class B Shares in the Company to Seedrs Nominees Limited.

That, the following new Article 26.7 be and is inserted into the Company's articles of association:

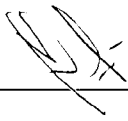
26.7 The provisions of Articles 26.1 – 26.2 (inclusive) shall not apply to Relevant Securities issued pursuant to the directors' authority to allot shares pursuant to the Seedrs Issue, up to an aggregate nominal amount of £5.71.

That, we irrevocably waive any and all pre-emption, anti-dilution and any other rights or restrictions in connection with the issuance of new shares in the Company conferred on the shares we hold under the existing articles of association of the Company or otherwise, in connection with the issuance of shares in the Company in connection with the Resolutions and to the extent that our consent, or the consent of a group or class of shareholders of which we are a part, is required in connection with the Resolutions, we hereby provide that consent and agree that it may be counted towards establishing the consent of the relevant group or class of shareholders, including the consent of a Class B Majority (as defined in the shareholders' agreement related to the Company dated 1 November 2021).

AGREEMENT

We, the undersigned, being persons entitled to vote on the Resolutions on 12 August 2022, irrevocably agree to the Resolution.

Signed:



Phantom Investments Limited

Date:

19 August 2022

Signed:

BAI AS

Date:

Company Number: 11990299

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(the "Company")

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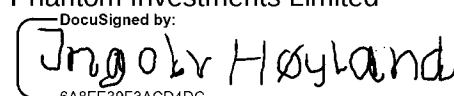
AGREEMENT

We, the undersigned, being persons entitled to vote on the Resolutions on _____, irrevocably agree to the Resolution.

Signed: _____

Date: _____

Phantom Investments Limited

DocuSigned by:

6A8FE30F3ACD4DC...

Signed: _____

Date: 15-Aug-2022

BAI AS

Signed: _____ Date: _____

Signed: Anthony Holt Cambridge Place Limited
Anthony Holt (Aug 13, 2022 13:56 GMT+3) Niel
Celeres Investments Limited Date: 15/08/22

Signed: _____ Date: _____
Gail Hoskins

Signed: _____ Date: _____
Richard Hoskins

Signed: _____ Date: _____
KKR DAF Private Credit Fund
Designated Activity Company

Signed: _____ Date: _____
KKR-Goldfinch LP

Signed: _____ Date: _____
KKR-NYC Credit B LP

Signed: _____ Date: _____
Pana Lux S.a r.l.

Signed: _____ Date: _____
PCOP II Cayman Investors A LP

Signed: _____ Date: _____
Rain Invest AS

Signed: _____ Date: _____
Seedrs Nominees Limited

Signed: _____ Date: _____
Silverstripe International Holding LLC

Signed: _____ Date: _____

Cambridge Place Limited

Signed: _____ Date: _____

Celeres Investments Limited

Signed: _____ Date: _____

Gail Hoskins

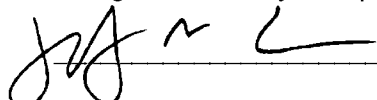
Signed: _____ Date: _____

Richard Hoskins

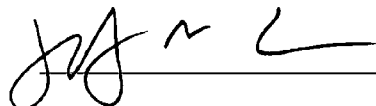
Signed: _____ Date: _____

KKR DAF Private Credit Fund
Designated Activity Company



Signed: _____ Date: 12 September 2022


KKR-Goldfinch LP

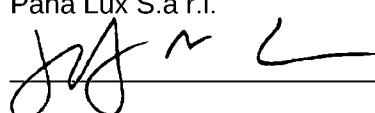
Signed: _____ Date: 12 September 2022


KKR-NYC Credit B LP

Signed: _____ Date: 09 September, 2022

 
Yasemin Bulut Tetiana Zymogliad
Class A Manager Class A Manager

Signed: _____ Date: 9 September 2022

Pana Lux S.a r.l.

PCOP II Cayman Investors A LP

Signed: _____ Date: _____

Rain Invest AS

Signed: _____ Date: _____

Seedrs Nominees Limited

Signed: _____ Date: _____

Cambridge Place Limited

Signed: _____ Date: _____

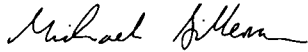
Celeres Investments Limited

Signed: _____ Date: _____

Gail Hoskins

Signed: _____ Date: _____

Richard Hoskins

Signed:  _____ Date: 12/09/2022



KKR DAF Private Credit Fund
Designated Activity Company

Signed: _____ Date: _____

KKR-Goldfinch LP

Signed: _____ Date: _____

KKR-NYC Credit B LP

Signed:   _____ Date: 09 September, 2022

Yasemin Bulut
Class A Manager

Tetiana Zymogliad
Class A Manager

Pana Lux S.a r.l.

Signed: _____ Date: _____

PCOP II Cayman Investors A LP

Signed: _____ Date: _____

Rain Invest AS

Signed: _____ Date: _____

Seedrs Nominees Limited

Signed:	<div>DocuSigned by:  EAAEB9B4F88348E...</div>	Date:	12-Aug-2022
	Cambridge Place Limited		
Signed:	_____	Date:	_____
	Celeres Investments Limited		
Signed:	<div>DocuSigned by:  D14AC009F0A946E...</div>	Date:	13-Aug-2022
	Gail Hoskins		
Signed:	<div>DocuSigned by:  D14AC009F0A946E...</div>	Date:	13-Aug-2022
	Richard Hoskins		
Signed:	_____	Date:	_____
	KKR DAF Private Credit Fund Designated Activity Company		
Signed:	_____	Date:	_____
	KKR-Goldfinch LP		
Signed:	_____	Date:	_____
	KKR-NYC Credit B LP		
Signed:	_____	Date:	_____
	Pana Lux S.a r.l.		
Signed:	_____	Date:	_____
	PCOP II Cayman Investors A LP		
Signed:	<div>DocuSigned by:  73CAD4B9C80244E...</div>	Date:	13-Aug-2022
	Rain Invest AS		
Signed:	<div>DocuSigned by:  0CFBE3C37D294E6...</div>	Date:	15-Aug-2022
	Seedrs Nominees Limited		
Signed:	_____	Date:	_____
	Silverstripe International Holding LLC		

Signed: _____

Date: _____

UK FF Nominees Limited

Notes

1. If you agree to the Resolutions, please signify 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: deliver the signed document to Adrian Rushton and David Chan at JaJa Finance, WeWork – Office Space and Coworking, 30 Stamford Street, London, SE1 9LQ;
 - by post: send the signed document by post to Adrian Rushton and David Chan at JaJa Finance, WeWork – Office Space and Coworking, 30 Stamford Street, London, SE1 9LQ;
 - if sent via DocuSign, electronically sign and click "Finish" to return this document to the Company, via the Platform; or
 - by email: attach a scanned copy of the signed document to an email and send it to dcdc@jajafinance.com (cc: adrian@jajafinance.com). Please type "**Written resolution**" in the email subject box.
2. If the Resolutions are not agreed to by the necessary majority, it will lapse at the end of 28 days beginning with the Circulation Date (the "**Lapse Date**"). You will not be taken to have agreed to the Resolutions until the Company actually receives this signed document from you, so please ensure that we receive it by the end of the Lapse Date.
3. Once you have signified your agreement to the Resolutions, you are not permitted to revoke your agreement.
4. If you do not agree with the Resolutions, you do not need to do anything. You will not be deemed to agree if you do not reply.
5. If you are signing this document on behalf of someone else under a power of attorney or other authority, please enclose a certified copy of the power of attorney or authority when you return it to us.