

Registered Number: 12441000

THE COLLECTIVE (LIVING) GROUP LIMITED
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

SHAREHOLDERS' WRITTEN RESOLUTIONS
CIRCULATED ON 12 MAY 2020
PURSUANT TO CHAPTER 2
OF PART 13 OF THE COMPANIES ACT 2006

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that resolution 1 below be passed as an ordinary resolution and that resolutions 2 and 3 below be passed as special resolutions.

ORDINARY RESOLUTION

1. **THAT** the directors be generally and unconditionally authorised to exercise all powers of the Company to allot shares and to grant rights to subscribe for or to convert any security into shares up to an aggregate nominal amount of £255,064.69, as follows:

- CMS — a. 10,060,559 A Ordinary Shares (as defined in the New Articles);
CMS
b. 7,449,754 B Ordinary Shares (as defined in the New Articles); and
c. 7,996,156 Growth Shares (as defined in the New Articles).

This authority shall expire (unless previously varied as to duration, revoked or renewed by the Company) on the date 5 years from the date of this resolution, except that the Company may before such expiry make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired, and this authority shall be in substitution for all existing authorities to allot to the extent unused.

SPECIAL RESOLUTIONS

2. **THAT** the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of that Act) for cash pursuant to the general authority conferred on them by resolution 1 as if section 561 of that Act and any rights of pre-emption (however expressed) contained in the articles of association of the Company, did not apply to any such allotment or sale. This authority shall expire, unless previously revoked or renewed by the Company, on the date 5 years from the date of this resolution, except that the Company may before such expiry make any 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 such an offer or agreement as if the power conferred by this resolution had not expired.

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
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COMPANIES HOUSE

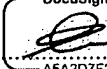
3. **THAT** the articles of association contained in the document attached to these resolutions (the “**New Articles**”) be approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association of the Company.

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


We, the undersigned, were at the time the resolutions were circulated entitled to vote on the resolutions and irrevocably agree to the resolutions.

DocuSigned by:

Signed
By REZA MERCHANT

Date 12 May 2020

DocuSigned by:

Signed
For and on behalf of AL-NOOR
INVESTMENTS LIMITED

Date 12 May 2020

DocuSigned by:

Signed
For and on behalf of THE COLLECTIVE
HOLDCO JERSEY LIMITED

Date 12 May 2020

EXPLANATORY NOTES FOR SHAREHOLDERS:

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 by using one of the following methods:
 - **BY HAND:** by delivering the signed copy to The Collective (Living) Group Limited, 14 Bedford Square, London, England, WC1B 3JA.
 - **BY POST:** by returning the signed copy by post to The Collective (Living) Group Limited, 14 Bedford Square, London, England, WC1B 3JA.
 - **BY E-MAIL:** by attaching a scanned copy of the signed document to an e-mail and sending it to edoornenbal@thecollective.com. Please enter "For the attention of the Director" in the e-mail subject box.

If you do not agree to the above resolutions, you do not need to do anything.

2. Once you have signified your agreement to the resolutions, you may not revoke your agreement.
3. Unless, by the date falling 28 days after the date on which the resolutions are circulated, sufficient agreement has been received for the resolutions to be passed, they will lapse. If you agree to the resolutions, please ensure that signification of your agreement reaches us before or on this date.
4. Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing a simple majority of the total voting rights of eligible members signify their agreement to it. Sufficient agreement will have been reached to pass a special resolution if eligible members representing not less than 75% of the total voting rights of eligible members signify their agreement to it.
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.