

Company number: 13386956

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

THE SOCIAL COMMERCE PLATFORM LTD ("Company")

CIRCULATION DATE:^{1st March} 2024

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the directors of the Company propose that resolution 1 be passed as an ordinary resolution and resolution 2 and 3 be passed as special resolutions ("Resolutions").

ORDINARY RESOLUTION

- 1. THAT, in accordance with section 551 of the Companies Act 2006 (CA 2006), the directors of the Company ("Directors") be unconditionally authorised to allot 222,544 ordinary shares of £0.0000001 and 3,560,697 preferred ordinary shares of £0.0000001 each in the capital of the Company having the rights and subject to the restrictions set out in the articles of association adopted pursuant to resolution 2. Unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of the date 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 revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTIONS

- 2. THAT the articles of association annexed to this resolution shall be adopted by the Company to the exclusion of the existing articles of association.

3. THAT, in accordance with section 569 of the Companies Act 2006 (CA 2006), the directors of the Company be generally empowered to allot equity securities (as defined by section 560 of the CA 2006) as if section 561 of the CA 2006 did not apply to the allotment referred to in resolution 1 above.

AGREEMENT

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

We, the undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

DocuSigned by:



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2801C82B9CEC43E.....

01/03/2024
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FEDERICO PEREIRA

DATE

DocuSigned by:



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37A69682C7D7421.....

01/03/2024
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ALICE AUBREY

DATE

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GEORGIA AUBREY

DATE

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GILES THORLEY

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MAX HERBERSTEIN

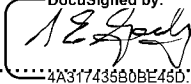
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GRAHAM TURNER

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SARAH GEALY

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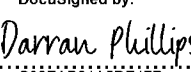
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GORDON BLOOR

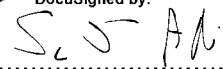
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DARRAN PHILLIPS


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01/03/2024

SIMON ALLISON

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DocuSigned by:

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WYNNE HARRIS

DATE

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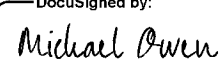
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Signed by
for and on behalf of
SEEDRS NOMINEE LIMITED

DATE

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for and on behalf of
~~ZIP WORLD LIMITED~~

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01/03/2024

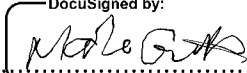
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for and on behalf of
DBW INVESTMENTS (3) Limited

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EAMON TUHAMI	DATE
<div>DocuSigned by:  9A76B0E7A0C745D...</div>	01/03/2024
NEIL RUSHBY	DATE
<div>DocuSigned by:  B52DDBCB8D6E6474...</div>	01/03/2024
CHRISTOPH REICHMANN	DATE
<div>DocuSigned by:  056A5282A7B14B0...</div>	01/03/2024
ANTHONY BILBIE	DATE
<div>DocuSigned by:  678ED32C4F044AA...</div>	01/03/2024
KARI SHERMAN	DATE
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PATRIK OQVIST	DATE
<div>DocuSigned by:  C2B7194566C04E0...</div>	01/03/2024
PAUL DREW	DATE
<div>DocuSigned by:  AAD680760B2E42B...</div>	01/03/2024
DR. SOHAIL REHMAN	DATE
<div>DocuSigned by:  BA53A6DE215B4BC...</div>	01/03/2024
FRANCES REES	DATE
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SOPHIA SAOWANEE ALLISON	DATE

SOPHIA SAOWANEE ALLISON

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MARLA COUTTS

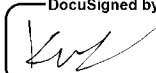
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ADAM SMITH

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KENDLEY LORFILS

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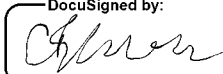
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Signed by

DATE

for and on behalf of

WORTHMORE INVESTMENTS LTD

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01/03/2024

CHARLOTTE WATHAN

DATE

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RYAN JONES

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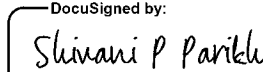
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DATE

for and on behalf of

THE CHATTY CO LTD

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01/03/2024


SHIVANI P PARIKH

DATE

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~~DR ANDREA GYERESY~~

~~DATE~~

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MOHAMMAD OSMAN IBRAHIM

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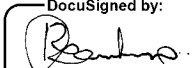
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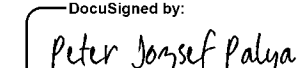
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RAMKUMAR R. AIYENGAR

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PETER JOZSEF PALYA

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DocuSigned by:

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LANDER MURUA

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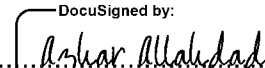
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COLIN MICHAEL SMITH

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AZHAR ALLAHDAD

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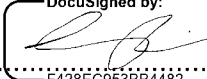
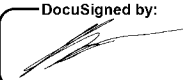
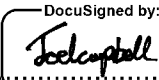

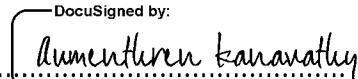
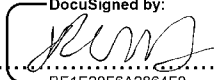
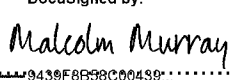
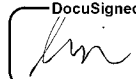
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JANE DYBALL

DATE

CLIVE HILL	DATE
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Signed by	DATE
for and on behalf of	
ATF DAVIS AND WORTH TRUST	
<div>DocuSigned by:  FC245FACD0D440A...</div>	01/03/2024
PABLO ROMANO HISADO	DATE
<div>DocuSigned by:  0BC118CEF51D476...</div>	01/03/2024
JOEL CAMPBELL	DATE
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MAHABALESHWARA KANTANAHALLI SHIVANANDA HEGDE	DATE
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MALCOLM MURRAY	DATE
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LIM WEI JIE	DATE

DocuSigned by:
Paula Thomas
00147FB96C9E4C2...

01/03/2024

PAULA THOMAS

DATE

AMANDA CROMHOUT

DATE

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 methods:
 - By Hand: delivering the signed copy to the registered office of the Company.
 - Post: returning the signed copy by post to the registered office of the Company.
 - E-mail: by attaching a scanned copy of the signed document to an e-mail and sending it to dturner@hcrlaw.com
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, within 28 days of 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.