

Company number 09797821

WRITTEN RESOLUTIONS OF THE MEMBERS

OF

FREETRADE LIMITED

(Company)

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the following written resolutions (the "**Resolutions**") having been duly proposed by the directors of the Company were duly passed by the members of the Company as an ordinary resolution and as a special resolution as indicated below, on 30 October 2019:

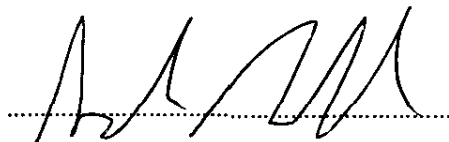
ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Act, the directors of the Company 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 a maximum nominal value of £0.6276124 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the Circulation Date save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTION

2. THAT subject to the passing of resolution 1 above, the directors are given power to allot shares or grant Rights pursuant to the authority granted by resolution 1 above, as if all rights of pre-emption (pursuant to article 12 of the existing articles of association of the Company) did not apply to such allotment or grant;

3. THAT subject to the passing of resolutions 1 and 2, in respect of the sale of 1,307,526 A Ordinary Shares of £0.0000001 each in the Capital of the Company held by Davide Fioranelli, the pre-emption rights set out in Article 7 of the Company's current articles of association were disapplied.



Signed by a director

for and on behalf of **FREETRADE LIMITED**

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TUESDAY



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COMPANIES HOUSE