WHEELY

Wheely Ltd
Company number: 11473477 (the "**Company**")

Written Resolution of Members in accordance with the Company's Articles of Association

Circulation date: 18 October 2023

Passed on: 26 October 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company proposes the following written resolutions of the Company as ordinary and special resolutions (the "**Resolutions**"):

Ordinary Resolution

(1) **THAT** with effect from the date of this resolution the directors be and are generally and unconditionally authorised pursuant to section 551 of the Act, to exercise all powers of the Company to allot shares in the Company up to an aggregate nominal amount of £90,000 at such times or such intervals as they see fit, **provided that** this authority, unless renewed, varied or revoked by the Company, shall expire on the date falling 5 years from the date of this written resolution.

Special Resolutions

(2) **THAT** subject to the passing of resolution 1 above, any and all pre-emption rights which the shareholders of the company may be entitled, howsoever arising (including by not limited to under the Company's articles of association from time to time or the Act) in respect of the allotment and issue of shares made by the directors pursuant to the authority granted by resolution 1 above, be an hereby are waived or otherwise disapplied.

Agreement

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

The undersigned, being members entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

Anton Chirkunov

ANTON CHIRKUNOV

Date: 19 Oct 2023

Oleg Tscheltzoff

OLEG TSCHELTZOFF

Date: 18 Oct 2023

Dmitry Eremeev

DMITRY EREMEEV

Date: 25 Oct 2023

Anton Chirkunov

PAVEL BOCHAROV (signed by Anton Chirkunov on the basis of a proxy notice dated 18 April 2019)

Date: 19 Oct 2023

Anton Gorshow

For and on behalf of **ADRU TECH LTD**

Name: Anton Gorshow

Date: 26 Oct 2023

Mikhail Sokolov

For and on behalf of **UPGRADE VC INVESTMENTS LP**

Name: Mikhail Sokolov

Date: 19 Oct 2023

Vasili Shuben

For and on behalf of **MAXI INVESTMENTS CY LIMITED**

Name: Vasili Shuben

Date: 20 Oct 2023

Mark McDonald

For and on behalf of **CONCENTRIC TEAM TECHNOLOGY I LP**

Name: Mark McDonald

Date: 18 Oct 2023

Mark McDonald

For and on behalf of **CONCENTRIC TEAM TECHNOLOGY WHEELY CO-INVESTMENT LLP**

Name: Mark McDonald

Date: 18 Oct 2023

Arkadii Kats

For and on behalf of **NORPEXAL HOLDING S.A.**

Name: Arkadii Kats

Date: 19 Oct 2023

Notes

1) This document contains proposed written resolutions of the Company for approval by you as a member of the Company. Resolution 1 is proposed as an ordinary resolution and requires members holding a simple majority of the total voting rights of members entitled to vote on the resolution to vote in favour of it to be passed. Resolutions 2 is proposed as a special resolution and each requires members holding not less than 75 per cent of the total voting rights of members entitled to vote on such resolutions to vote in favour of them to be passed.

2) If you wish to vote in favour of the Resolutions, please sign your name and write the date of your signature above and return the signed document to the Company using one of the following methods:

    i. By hand: Wheely Ltd, The Monastery Barn, Syon Park, London Road, Brentford, England, TW8 8JF;

    ii. By post: attn. Directors, Wheely Ltd, The Monastery Barn, Syon Park, London Road, Brentford, England, TW8 8JF; or

    iii. By email: by attaching a scanned copy of the signed document to an email and sending it to nick@wheely.com. Please enter "Written Resolution – Wheely Ltd" in the email subject box.

3) If you do not agree with the Resolutions you do not need to do anything, you will not be deemed to agree if you fail to reply.

4) Once you have indicated your agreement to the Resolutions you may not revoke your agreement. Please note that you can only agree to all of the Resolutions and not some only. Any document or reply which purports to approve some only of the Resolutions will be treated as a vote against all of the Resolutions.

5) If by 15 November 2023 (being 28 days from the Circulation Date) (the "**Lapse Date**") insufficient agreement has been received by the Company for a shareholder resolution to pass, such resolution will lapse.

6) If you are signifying agreement to the Resolutions 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 to the Company at the same time as you signify your agreement to the Resolutions and in any event by no later than the close of business on the Lapse Date.