

Company number: 00630968

LIVE COMPANY GROUP PLC
(the Company)
RESOLUTIONS
(passed on 19 July 2021)

At the annual general meeting of the Company duly convened and held on 19 July 2021 the following resolutions were passed as ordinary or special resolutions of the Company (as indicated):

ORDINARY RESOLUTIONS

1. Adoption of 2021 Report and Accounts

THAT the audited financial statements of the Company for the year ended 31 December 2020, together with the directors' report and the independent auditor's report, be received and adopted.

2. Re-appointment of Moore Kingston Smith LLP as auditor

THAT Moore Kingston Smith LLP of Devonshire House, 60 Goswell Road, London EC1M 7PD be re-appointed as auditor to the Company until the conclusion of the next Annual General Meeting of the Company at which accounts are laid before the Company.

3. Authority to determine remuneration of auditor

THAT the Directors be authorised to determine the remuneration of the auditor.

4. Authority to determine remuneration of directors

THAT the Directors be authorized to approve the directors' remuneration report for the financial year ended 31 December 2020, which is set out in the Company's annual report for the financial year ended 31 December 2020.

5. Retirement and re-appointment of John David Nikolas as a Director

THAT John David Nikolas Ciclitira, who retires by rotation in accordance with the Articles of Association, be re-appointed as a Director of the Company

6. *Directors' authority to allot shares*

That, in substitution for any existing authorities (but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to existing authorities), the Directors be and are hereby generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 (the "Act") to exercise all powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, Ordinary shares in the up to an aggregate nominal amount of £730,000 (representing approximately 50 per cent of the Company's issued share capital), provided that this authority shall (unless removed, varied or revoked by the Company) apply until the earlier of the date falling 15 months after the date of the passing of this resolution or the conclusion of the next Annual General Meeting of the Company, save that the Company may, before such expiry, make an offer or enter into an agreement which would or might require relevant securities to be allotted after its expiry and the Directors may allot relevant securities pursuant to such an offer or agreement as if the authority hereby conferred had not expired.

SPECIAL RESOLUTION

7. Disapplication of statutory pre-emption rights

That, in substitution for any existing authorities (but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to existing authorities), and subject to and conditional upon the passing of Resolution 10, the Directors be empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) for cash under the authorities conferred by resolution 10 as if section 561 of the Act did not apply to any such allotment, provided that such authority shall:

- (a) be limited to the allotment of Ordinary shares up to an aggregate nominal amount of £365,000 (representing approximately 25 per cent. of the Company's issued share capital); and
- (b) apply (unless removed, varied or revoked by the Company) until the earlier of the date falling 15 months after the date of the passing of this resolution or the conclusion of the next Annual General Meeting of the Company, save that the Company may, before such expiry, make an offer or enter into an agreement, which would, or might, require equity securities to be allotted after the authority expires and the Directors may allot equity securities pursuant to such offer or agreement as if the authority hereby conferred had not expired.



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Bryan Lawrie, Non-Executive Director

Date: 19 July 2021