

Company Number: 01900078

**The Companies Act 2006**  
**Private Company Limited by Shares**  
**Written Resolutions**  
**of**  
**Orchard Information Systems Limited**  
**(Company)**

On 13 December 2019, the members of the Company who were entitled to vote on the resolutions on the circulation date passed the resolutions below:

**Ordinary Resolution**

1. That, in accordance with section 551 of the CA 2006, the directors of the Company (**Directors**) be generally and unconditionally authorised to allot and issue shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company (**Rights**) up to an aggregate nominal amount of £10,239, which for the avoidance of doubt is in addition to any existing share allotment authority, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 30 April 2020 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and issued or Rights to be granted and the directors may allot and issue shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

**Special Resolutions**

2. That, the directors be generally empowered to allot the equity securities in the Company pursuant to the authority granted in Resolution 1 as if the pre-emption rights set out in the Company's articles of association (or however arising) did not apply to such allotment.

  
.....  
Director

