

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES

COPY RESOLUTIONS
of
LINCS FM GROUP LIMITED
("Company")

FRIDAY



PASSED ON 9 MARCH 2017

At the annual general meeting of the Company duly convened and held on 9 March 2017 at Witham Park, Waterside South, Lincoln, LN5 7JN, the following resolutions were duly passed as an ordinary resolution and as special resolutions as indicated below:

ORDINARY RESOLUTION

1. **THAT** the directors be and are hereby generally and unconditionally authorised, in substitution for all subsisting authorities to the extent unused, for the purposes of Section 551 of the Companies Act 2006 (the "Act") to exercise all powers of the Company to allot relevant securities up to an aggregate nominal amount of £245,355 comprised in the authorised but unissued share capital of the Company **PROVIDED THAT** this authority shall expire on the date falling five years after the passing of this resolution save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot any relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTION

2. **THAT** in accordance with any authority granted to the directors under the terms of section 551 of the Act the directors be and they are hereby empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) as if section 561(1) of the Act did not apply to any such allotment **PROVIDED THAT** this power shall be limited to:
 - 2.1 the allotment of equity securities in connection with a rights issue in favour of shareholders where the equity securities respectively attributable to the interests of all shareholders are proportionate to the respective numbers of shares held by them but subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or legal or practical problems under the laws of, or the requirements of, any regulatory body or any stock exchange in any territory or otherwise howsoever; and
 - 2.2 the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities is up to an aggregate nominal value of £37,732 comprised in the authorised but unissued share capital of the Company

and this authority shall expire on the earlier of:

- (i) the date following 15 months after the passing of this resolution; and
- (ii) the conclusion of the next Annual General Meeting of the Company held after the passing of this resolution;

save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot any equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

Michael B. M.

Director