

FRONTIER IP GROUP PLC
Company number 6262177

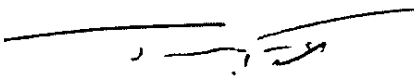
SPECIAL RESOLUTION

The following special resolution was passed as Resolution 8 at the Annual General Meeting of the Company held on 21 December 2015

That, in substitution for any existing and unexercised power under Section 570 of the Act, but without prejudice to the exercise of any such power prior to the date of this resolution, and subject to the passing of Resolution 7 above, the Directors be empowered pursuant to Section 570 of the Act to allot equity securities, within the meaning of Section 560(1) of the Act, for cash pursuant to the authority conferred by Resolution 7 above, as if Section 561(1) of the Act did not apply to any such allotment, provided that this power shall be limited to

- (i) the allotment of new ordinary shares in the capital of the Company with an aggregate nominal value up to £132,510 20 to satisfy the exercise of share options which the Directors are entitled to grant but have not yet granted,
- (ii) the allotment to any person or persons (otherwise than in connection with a rights issue) of equity securities in the capital of the Company with an aggregate nominal value up to £798,030 60 (being approximately 30% of the issued ordinary share capital of the Company at as at 18 December 2015, being the latest practicable date before the date of this notice), and
- (iii) the allotment of equity securities in connection with a rights issue, open offer or other offer of equity securities open for acceptance for a period fixed by the Directors to holders of equity securities on the register on a fixed record date where the equity securities respectively attributable to the interests of such holders are proportionate (as nearly as may be practicable) to their respective holdings of such equity securities or in accordance with the rights attached thereto (but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements or legal or practical problems under the laws of, or the requirements of, any recognised body or any stock exchange in any territory or by virtue of shares being represented by depositary receipts or any other matter),

and further provided that the power given by this resolution shall expire upon the expiry of the authority conferred by Resolution 7 above, save that the Directors shall be entitled to make offers or agreements before the expiry of such power which would or might require equity securities to be allotted after such expiry and the Directors shall be entitled to allot equity securities pursuant to any such offers or agreements as if the power conferred hereby had not expired


James Milne Fish
Company Secretary

WEDNESDAY



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COMPANIES HOUSE