

Company no 06485099

SATURDAY



THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

2 DEGREES LIMITED (the 'Company')

Passed on 14 July 2017

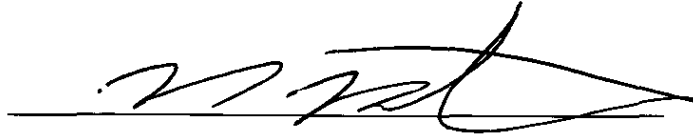
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the following written resolutions were passed as an ordinary resolution in the case of resolution 1 and as a special resolution in the case of resolution 2 (together the "Resolutions") on the date given above by the shareholders of the Company.

ORDINARY RESOLUTION

1. (A) THAT the Directors are generally and unconditionally authorised for the purposes of sections 549 and 551 of the Companies Act 2006 ("Act") to exercise all the powers of the Company to allot shares in the Company and/or to grant rights to subscribe for, or to convert any security into shares in the Company on and subject to such terms as the Directors may determine. The authority hereby conferred shall, subject to section 551 of the Act, be for a period expiring on the fifth anniversary of the date of this Resolution unless renewed, varied or revoked by the Company in General Meeting and shall be in addition to any other such authorities existing at the date hereof. The maximum nominal amount of shares that may be allotted pursuant to such authority shall be £2,000.
- (B) The Directors shall be entitled under the authority conferred by paragraph (A) of this Resolution or under any renewal thereof to make at any time prior to the expiry of such authority any offer or agreement which would or might require relevant securities of the Company to be allotted after the expiry of such authority and the Directors may allot relevant securities in pursuance of such offer or agreement notwithstanding the authority conferred by this resolution has expired.

SPECIAL RESOLUTION

2. THAT the rights of pre-emption contained in Article 9.2 of the Articles of Association be and are hereby disapplied in respect of the issue of up to 125,000 Ordinary Shares in the capital of the Company to such persons as the Board may determine on or before 30th September 2017 at a price of not less than £4.00 per share.



Company Secretary

FOR

ALDWIN SECRETARIES LIMITED