

Company number 07701303

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

DORSON TRANSFORM LTD (**Company**)

Circulation date: 28th November 2017

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Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

- Resolutions 1 and 2 below are passed as special resolutions (together **Special Resolutions**).

SPECIAL RESOLUTIONS

DEFINITIONS

CA 2006: Companies Act 2006.

Company: Dorson Transform Ltd

Directors: the board of directors of the Company.

1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of CA 2006, the Directors be generally and unconditionally authorised to allot 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 £100.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31.01.18 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

2. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT, in accordance with section 569 of the Companies Act 2006 (CA 2006), the directors of the Company be generally empowered to allot equity securities (as defined by section 560 of the CA 2006) as if section 561 of the CA 2006 did not apply to any such allotment provided that the authority granted by this resolution shall cease to have effect where:

- (a) this power is revoked;
- (b) the Company ceases to be a private company limited by shares; or
- (c) there is more than one class of shares in the Company.

2.1

AGREEMENT

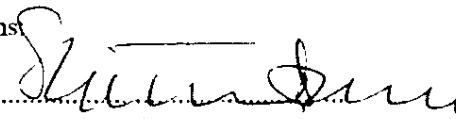
Please read the notes at the end of this document before signifying your agreement to the Special Resolutions.

The undersigned, a person entitled to vote on the above resolutions on 28th November 2017 hereby irrevocably agrees to the Special Resolutions

Signed by Stephen Dorrell

Date

NOTES

X 
28/11/17

1. You can choose to agree to all of the Special Resolutions or none of them but you cannot agree to only some of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

- **By hand:** delivering the signed copy to Stallard March & Edwards LLP, 8 Sansome Walk, Worcester, WR1 1LW.
- **Post:** returning the signed copy by post to Louise Adams of Stallard March & Edwards LLP, 8 Sansome Walk, Worcester, WR1 1LW.
- **Email:** by attaching a scanned copy of the signed document to an email and sending it to louise.adams@smesolicitors.co.uk. Please type "Written resolutions dated 28th November 2017" in the email subject box.

If you do not agree to all of the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.
3. Unless by 26th December 2017, sufficient agreement is received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.