

**Company number 08021550**  
**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**of**

**RESOLVING LIMITED**

Circulated on the 6<sup>th</sup> July 2016 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as special resolutions (**Resolutions**)

**Special resolutions**


- 1 THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company (**Directors**) be generally and unconditionally authorised to allot shares in the Company (**Shares**) or grant rights to subscribe for or to convert any security into Shares (**Rights**) provided that this authority shall unless renewed, varied or revoked by the Company
  - a be limited to such number of Shares as is required to raise, over the course of one or more separate investment rounds, a total aggregate subscription amount of £3,000,000 (including, for the avoidance of doubt, the premium element of the subscription price), and
  - b expire on 5<sup>th</sup> July 2021 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,
- 2 THAT, subject to the passing of resolution 1, the Directors be permitted to allot Shares and grant Rights pursuant to the authority conferred by resolution 1 on a non-pre-emptive basis without any such allotment of Shares or granting of Rights first being offered to the existing shareholders in the Company pursuant to article 23.2 of the Company's articles of association,



## Agreement

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

The undersigned, being the holder of shares giving a right to attend and vote at a general meeting of the Company, hereby irrevocably agrees to the Resolutions

Signature	
Name	M PEDRIK
Date	02.08.16

## Notes

- 1 If you agree with 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 post:** delivering the signed copy to Resolver, 52 Lant Street, London, SE1 1QP
  - **By e-mail.** by attaching a scanned copy of the signed document to an e-mail and sending it to [greg@resolver.co.uk](mailto:greg@resolver.co.uk)
- 2 If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.
- 3 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
- 4 Unless by the date falling 28 days after the Circulation Date sufficient agreement has been 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.