

Company Number: 08261350

**THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
RESOLUTIONS OF
EMPIRIBOX HOLDINGS LIMITED
(the "Company")**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act), the following resolutions were passed (i) as to resolutions 1, 2, 3 and 4 as ordinary resolutions; and (ii) as to resolutions 5 and 6 as special resolutions on April 2020:

ORDINARY RESOLUTIONS

1. **THAT**, in accordance with Section 551 of the Act, the directors be generally and unconditionally authorised to allot 11,967,509 A ordinary shares of £0.001 each in the capital of the Company up to an aggregate nominal amount of £11,967.509 provided that this authority shall unless renewed, varied or revoked by the Company, shall expire on the fifth anniversary of the passing of this resolution. This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.
2. **THAT**, in accordance with Section 551 of the Act, the directors be generally and unconditionally authorised to allot 2,039,992 C ordinary shares of £0.001 each in the capital of the Company up to an aggregate nominal amount of £2,039.992 provided that this authority shall unless renewed, varied or revoked by the Company, shall expire on the fifth anniversary of the passing of this resolution. This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.
3. **THAT**, in accordance with Section 551 of the Act, the directors be generally and unconditionally authorised to allot 1,019,996 D ordinary shares of £0.01 each in the capital of the Company up to an aggregate nominal amount of £10,199.96 provided that this authority shall unless renewed, varied or revoked by the Company, shall expire on the fifth anniversary of the passing of this resolution. This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.
4. **THAT**, in accordance with Section 551 of the Act, the directors be generally and unconditionally authorised to allot 36,218,649 E ordinary shares of £0.001 each in the capital of the Company up to an aggregate nominal amount of £36,218.649 provided that this authority shall unless renewed, varied or revoked by the Company, shall expire on the fifth anniversary of the passing of this resolution. This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

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SPECIAL RESOLUTIONS

5. **THAT** in accordance with Section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolutions 1 to 5 above, as if Section 561(1) of the Act and as if the pre-emption rights contained in article 10 of the existing articles of association of the Company did not apply did not apply to any such allotment, provided that this power shall:
- (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £60,426.11; and
 - (b) expire on the fifth anniversary of the date of the passing of this resolution (unless renewed, varied or revoked by the Company prior to or on that date) 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 equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.
6. **THAT** the regulations contained in the printed document attached hereto, be adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.

Signed

Director

Date

13 April 2020