

Company Number: 08618486

The Companies Act 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

DRAYSON WIRELESS LIMITED (the "Company")

Passed on 15 April 2014

The following resolutions were passed on the date set out above as special resolutions pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**")

SPECIAL RESOLUTIONS

1. **THAT**, in accordance with section 569 of the Act, the rights of pre-emption in respect of the issue of shares in the capital of the Company contained in section 561 of the Act be and are hereby disapplied in respect of the issue of up to 10,000 ordinary shares of £0.001 each ("**Ordinary Shares**") to Imperial College of Science, Technology and Medicine ("**Imperial College**") (the "**Share Issue**")
2. **THAT**, notwithstanding the conflict of interest and quorum provisions contained within the Articles of Association of the Company, Mr Manuel Pinuela Rangel be permitted to participate in the decision-making process for quorum and voting purposes in respect of the IP Licence proposed to be entered into between the Company and Imperial College ("**IP Licence**"), the Share Issue, the novation of the IP Licence by a proposed Novation Agreement to be entered into between Imperial College, Imperial Innovations Limited and the Company and the transfer of 10,000 Ordinary Shares by Imperial College to Imperial Innovations Limited

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Director / Secretary

TUESDAY



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29/04/2014
COMPANIES HOUSE