

Company number: 08661469


The Companies Act 2006
Company Limited by Shares
Ordinary Resolution
of
Kromek Group plc
(Company)

At the Annual General Meeting of the Company, duly convened and held on 1 October 2018, the following resolution was passed as an ordinary resolution of the Company:

Ordinary Resolution

8. That the Directors of the Company be and are hereby generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 ("Act") to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £868,502 and provided that this authority shall, unless renewed, revoked or varied by the Company in general meeting expire on the date 15 months after the date of the passing of this resolution or, if earlier, the conclusion of the Company's next Annual General Meeting save that the Company may, before such expiry, revocation or variation make offers or enter into agreements that would or might require shares to be allotted or Rights to be granted and the Directors may allot any shares or grant any Rights after the expiry, revocation or variation of such authority in pursuance of any such offer or agreement as if the authority conferred by this resolution had not expired or been revoked or varied.

This resolution revokes and replaces all unexercised authorities previously granted to the Directors in accordance with Section 551 of the Act to allot shares or grant Rights but without prejudice to any allotment of shares or grant of Rights already made, offered or agreed to be made pursuant to such authorities.


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Company Secretary



Company number: 08661469

The Companies Act 2006
Company Limited by Shares
Special Resolution
of
Kromek Group plc
(Company)

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02/10/2018
COMPANIES HOUSE

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At the Annual General Meeting of the Company, duly convened and held on 1 October 2018, the following resolution was passed as a special resolution of the Company:

Special Resolution

9. That, subject to the passing of resolution 8 set out in the notice of this meeting, the Directors of the Company be given general power pursuant to Section 570 of the Companies Act 2006 ("Act") to allot equity securities (as defined in Section 560 of the Act) for cash either pursuant to the authority conferred by resolution 8 set out in the notice of this meeting or by way of a sale of treasury shares, as if Section 561 of the Act did not apply to any such allotment, provided that:
- 9.1 this power is limited to:
- 9.1.1 the allotment of equity securities in connection with an offer by way of a rights issue (a) to holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings and (b) to holders of other equity securities as required by the rights of those securities or as the Directors otherwise consider necessary, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with treasury shares, fractional entitlements or any legal or practical problems arising under the laws of any territory or the requirements of any regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter; and
- 9.1.2 the allotment (other than pursuant to paragraph 9.1.1 above) of equity securities up to an aggregate nominal amount of £130,275;
- 9.2 such power shall, unless renewed, revoked or varied by the Company in general meeting expire on the date 15 months after the date of the passing of this resolution or, if earlier, the conclusion of the Company's next Annual General Meeting save that before such expiry, revocation or variation the Company may make offers or enter into agreements that would or might require equity securities to be allotted after the expiry, revocation or variation of such power and the Directors may allot equity securities after such expiry, revocation or variation under this power in pursuance of any such offer or agreement as if this power had not expired.

This resolution revokes and replaces all unexercised powers previously granted to the Directors to allot equity securities as if Section 561(1) of the Act did not apply but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such authorities.

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Company Secretary

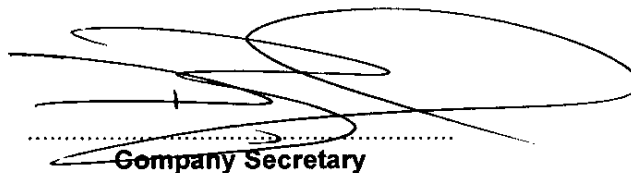
Company number: 08661469

The Companies Act 2006
Company Limited by Shares
Special Resolution
of
Kromek Group plc
(Company)

At the Annual General Meeting of the Company, duly convened and held on 1 October 2018, the following resolution was passed as a special resolution of the Company:

Special Resolution

10. That, in accordance with the Companies Act 2006 ("Act"), the Company be generally and unconditionally authorised for the purposes of Section 701 of the Act to make market purchases (within the meaning of Section 693(4) of the Act) of ordinary shares of 1p each in the capital of the Company provided that:
- 10.1 the maximum aggregate number of shares hereby authorised to be purchased is 26,055,062;
- 10.2 the minimum price (excluding expenses) that may be paid for such shares is 1p per ordinary share;
- 10.3 the maximum price (excluding expenses) which may be paid for such shares shall not be more than 5% above the average of the market value of an ordinary share for the five business days immediately preceding the date on which the contract for the purchase is made;
- 10.4 unless previously renewed, varied or revoked, the authority hereby conferred shall expire at the conclusion of the Company's next Annual General Meeting or 15 months from the date of this resolution (whichever is earlier); and
- 10.5 the Company may make a contract or contracts to purchase shares under the authority conferred by this resolution prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority and may make a purchase of ordinary shares in pursuance of any such contract or contracts.



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Company Secretary



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02/10/2018
COMPANIES HOUSE

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