

Company No. 09471910

The Companies Act 2006
Company Limited by Shares
Written Resolution

-of-

Breathe Sync Limited (the Company)

The shareholders written resolutions circulated on *1 July 2017* (the **Circulation Date**) pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**) (**Resolutions**).

ORDINARY RESOLUTIONS

- 1 THAT, in accordance with section 618 of the CA 2006, the 100 ordinary shares of £0.01 in the capital of the Company be subdivided into 10,000 ordinary shares of £0.0001 each in the capital of the Company.

SPECIAL RESOLUTION

- 2 THAT, in accordance with section 569 of the CA 2006, the Sole Director be generally empowered to allot equity securities (as defined in section 560 of the CA 2006), as if section 561(1) of the CA 2006 did not apply to any such allotment.

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

The undersigned, being the members of the Company entitled to vote on the above Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions.

AGREEMENT

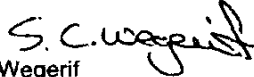
Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned members entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:





Signed by Michael Townsend Williams
Date: 1 JULY 2017 2017



Signed by Simon Wegerif
Date: 18 June 2017 2017

NOTES

1. You can choose to agree to both the Ordinary Resolution and Special Resolution or neither of them. 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 the Company's registered office.
- **Post:** returning the signed copy by post to the Company's registered office.
- **Email:** by attaching a scanned copy of the signed document to an email and sending it to nicole.spurling@titsolicitors.com. 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 the end of 28 days beginning with the Circulation Date, 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.