

LOCATION GAMES LIMITED

(THE "COMPANY")

WRITTEN RESOLUTIONS OF THE COMPANY

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

Passed on: _____ 8th February 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the resolutions set out below were passed as an ordinary and a special resolution as designated below.

ORDINARY RESOLUTION

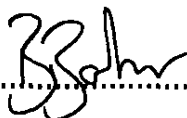
- 1. THAT** in accordance with section 551 of the Act, the directors be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company pursuant to the terms of certain advance subscription agreements to be entered into by the Company and investors on or around the Circulation Date in substantially the form appended to this resolution (the "**ASAs**"), up to a maximum aggregate nominal value of £1.00, provided that the authority granted under this resolution shall, unless renewed, varied or revoked by the Company, expire three years and one month years after the passing of this resolution save that the Company may, before such expiry of this resolution, make an offer or agreement which would or might require shares to be allotted or rights to be granted, and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer of agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in addition to all subsisting authorities to the extent unused.

SPECIAL RESOLUTION

- 2. THAT** all and any rights of pre-emption whether under the Company's existing articles of association (in particular article 6.1), the Companies Act 2006 or otherwise be and are hereby disapplied in respect of the grant of rights under, and the subsequent issue and allotment of shares in the Company pursuant to, the ASAs, up to a maximum aggregate nominal amount of £1.00.

Director

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WEDNESDAY



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08/05/2019
COMPANIES HOUSE