

If you agree to the below resolutions, please signify your agreement by signing and dating this document where indicated and returning it to the Company. Unless sufficient agreement has been received for the resolutions to pass within 28 days of the Circulation Date (defined below), they will lapse. You should read the notes at the end of this document before signifying your agreement to the below resolution.

**GLOWMADE LTD**

(the "Company")

(Registered in England – No 9655330)

**WRITTEN RESOLUTION**

(Circulated 27th December 2020) ("Circulation Date")



The directors of the Company propose that, in accordance with Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the following resolutions be passed, in the case of A as an ordinary resolution, and in the case of B as a special resolutions:

**Ordinary Resolution**

- A. THAT the directors are generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 and in substitution for any existing authority conferred on them to exercise all the powers of the Company to allot shares and/or grant rights to subscribe for, or to convert any security into, any shares ("**Rights**") up to an aggregate nominal amount of £2.13 for a period of 5 years from the date of this resolution, save that in accordance with section 551(7) of the Companies Act 2006 the Company may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the directors may allot shares or grant Rights pursuant to such offer or agreement as if this authority had not expired.

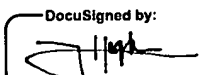
The authority set out in this resolution shall be in substitution for the authority granted by the resolutions of the Company passed on 25 June 2018.

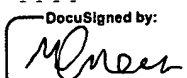
**Special Resolution**


- B. THAT the pre-emption rights contained in Article 3.2 of the articles of association to be hereby waived and dis-applied in respect of the allotment of shares or the grant of Rights of up to an aggregate nominal amount of £2.13 within a period of 12 months from the date of this resolution, save that the Company may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or Rights to be granted after the expiry of such period and the Board may allot shares or grant Rights pursuant to such offer or agreement as if this authority had not expired.

The authority set out in this resolution shall be in substitution for the authority granted by the resolutions of the Company passed on 25 June 2018.

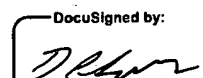
We, the undersigned, each being a member entitled to vote on the above resolutions on the Circulation Date above, **IRREVOCABLY AGREE to AND PASS** the above resolutions:

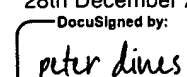
Signature:   
Name: **JONATHAN HOPPER**  
Date: 28th December

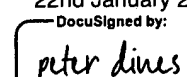
Signature:   
Name: **MICHAEL GREEN**  
Date: 28th December 2020

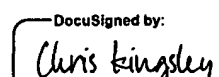
Signature:   
Name: **ADAM SIBBICK**  
Date: 28th December 2020

Signature:  
Name: **DOUG CLARE**  
Date:

Signature:   
Name: **DCC Investments Ltd acting by David Carlisle**  
....., a director  
Date: 28th December 2020

Signature:   
Name: **Mercia Growth Nominees 4 Limited acting by peter dines**  
....., a director  
Date: 22nd January 2021

Signature:   
Name: **Mercia Digital Nominees Limited acting by peter dines**  
....., a director  
Date: 22nd January 2021

Signature:   
Name: **CHRISTOPHER ROSS KINGSLEY**  
Date: 28th December 2020

## NOTES

1. You may choose to agree to all of the resolutions or none of them but you cannot agree to some only of the resolutions. 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 methods:

- **by hand:** delivering the signed copy to Jonathan Hopper at the Company's registered office;
- **by post:** returning the signed copy by post to Jonathan Hopper at the Company's registered office; or
- **by email:** addressed to Jonathan Hopper at [jonny@glowmade.com](mailto:jonny@glowmade.com).

If you do not agree to 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 date which is 28 days after the date of and including the Circulation Date, sufficient agreement has been 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