

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

FADATA UK LIMITED

(the "**Company**")

Company Number 09677331

Circulation Date: 12 December 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution below be passed as an ordinary and special resolutions of the Company as applicable (the "**Resolutions**"):

ORDINARY RESOLUTION

1. THAT, in accordance with Section 551 of the Companies Act 2006, the directors be generally and unconditionally authorised to allot new A Ordinary shares of £0.01 each in the capital of the Company in the aggregate nominal amount of £2,968,206.00 (two million, nine hundred and sixty-eight thousand, two hundred and six pounds) and unless renewed, varied or revoked by the Company, this authority shall expire on the fifth anniversary of the date of passing of this resolution save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTION

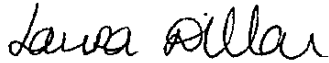
2. THAT, subject to the passing of resolution 1 above, the directors of the Company be and they are by this resolution empowered, pursuant to section 571 of the Companies Act 2006 (the "**Act**"), to allot equity securities (within the meaning of section 560 of the Act) wholly for cash pursuant to the authority conferred by resolution 1 as if section 561(1) of the Act did not apply to any such allotment.

Agreement

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



The undersigned, being the only persons entitled to vote on the above Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.



.....
Signed **REF WISDOM LIMITED**

Date: 12 December 2019

.....
Signed **FA SYSTEMS AD**

Date:

NOTES:

1. If you agree with 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:
 - (A) **By Hand:** delivering the signed copy to a director of the Company in person; or
 - (B) **Post:** returning the signed copy by post to the Company (and marked for the attention of the directors) at c/o Riverside Europe Partners LLP, St. Martin's Courtyard, 17 Slingsby Place, 5th Floor, London WC2E 9AB.
2. 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.
3. Once you have indicated your agreement to the Resolutions by signing above, you may not revoke your agreement.
4. Unless by the expiry of the period of 28 days beginning with the Circulation Date of the Resolutions, 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 on or before this date.
5. 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.
6. 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.