

Company number: 10004081

PHOTOSPIRE LIMITED

(THE "COMPANY")

WRITTEN RESOLUTION OF THE COMPANY

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

PASSED ON 3/November/2017

The following written resolutions having been duly proposed by the directors of the Company were duly passed by the Company in the case of resolutions 1 as an ordinary resolution and resolution 2 as a special resolution.

ORDINARY RESOLUTION

THAT:

1. the directors (for the purposes of section 551 of the Companies Act 2006) be generally and unconditionally authorised to allot shares in the Company up to an aggregate amount of 26,205 seed preferred shares of £0.0001 each in the capital of the Company (the "**Seed Preferred Shares**") to Downing LLP (as manager of certain investors in the Downing Ventures EIS Fund acting by their nominee, TT Nominees Limited), provided that this authority shall, unless renewed, varied or revoked by the Company, expire after five years from the date 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 director may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTION

THAT:

2. subject to passing of resolutions 1 above and in accordance with article 13.5.1 of the Articles as if any restrictions as to pre-emption, including but not limited to the restrictions contained in article 13.2 of the Articles did not apply to any such allotment and any rights of pre-emption in connection therewith be and are hereby waived, provided that this power shall:
 - (a) be limited to the allotment of equity securities up to an aggregate amount of 26,205 Seed Preferred Shares; and
 - (b) expire after five years of this resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the director may allot equity in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.



Director 