

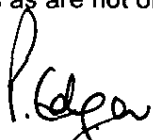
Company Number: 10442180

THE COMPANIES ACT 2006
PRIVATE COMPANY
LIMITED BY SHARES
WRITTEN RESOLUTION
OF
LUMENOX GROUP LIMITED
(the "Company")

On *21 December* 2016 the following resolutions were duly passed in accordance with Chapter 2 of Part 13 of the Companies Act 2006

SPECIAL RESOLUTIONS

- 1 **THAT** the issued share capital of the Company be reduced from £200 to £100 by cancelling and extinguishing 100 issued and fully paid B ordinary shares of £1 each in the capital of the Company.
- 2 **SUBJECT** to passing the share capital reduction at Resolution 1 above the Company be authorised to return capital to the holders of the B ordinary shares of £1 nominal value in the capital of the Company ("**B Shareholders**") equal to the value of Waveguide Lighting Limited (company number 09914246) ("**Waveguide**") to be satisfied by the transfer by the Company to Waveguide Group Limited (company number 10476340) of the 1 ordinary share of £1 00 in Waveguide in consideration for which Waveguide Group Limited has agreed to allot and issue 100 ordinary shares of £1 00 in Waveguide Group Limited to the B Shareholders,
- 3 **THE** demerger set out in the proposed demerger agreement (a copy of which is annexed hereto) be and is hereby approved for all purposes and each and any of the directors of the Company be and are hereby authorised to conclude and implement the demerger and to do or procure to be done all such acts and things on behalf of the Company and any of its subsidiaries they consider necessary or expedient for the purpose of giving effect to the demerger with such amendments, modifications, variations or revisions as are not of a material nature


Director

COMPANIES HOUSE

