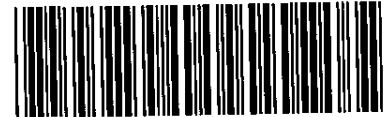


THE COMPANIES ACT 2006

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
OF
MACROW LIMITED
(the "Company")

WEDNESDAY



A16 *A78J24VE* #38
20/06/2018
COMPANIES HOUSE

30th April 2018 ("Date of Circulation")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**2006 Act**") and the Company's articles of association ("**Articles**"), the directors of the Company propose that the following resolutions are passed as ordinary resolutions and a special resolution (the "**Resolutions**"):

ORDINARY RESOLUTIONS

1. THAT, in accordance with section 551 of the Companies Act 2006, the directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £170 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 20 April 2023 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Companies Act 2006.

2. THAT pursuant the Company's Articles I being the sole member of the Company consent to the Company issuing the following shares:

Name of Shareholder	Number and class of shares to be issued
Shena Marie Roworth	177,499 ordinary shares of £0.0001p each
Sam Mackaness, Karen Marie Mackaness, John Stephen Riches and Shena Marie Roworth as trustees of the SM2003 Trust - Children's Fund	262,244 ordinary shares of £0.0001p each

Sam Mackaness, Karen Marie Mackaness, John Stephen Riches and Shena Marie Roworth as trustees of the SM2003 Trust - Discretionary Fund	1,255,136 ordinary shares of £0.0001p each
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SPECIAL RESOLUTION

3. THAT, in accordance with section 569 of the Companies Act 2006 (the "Act"), the Directors be generally empowered to allot equity securities (as defined by section 560 of the Act) as if section 561 of the Act did not apply to any such allotment provided that the authority granted by this resolution shall cease to have effect where:
- 3.1. this power is revoked;
 - 3.2. the Company ceases to be a private company limited by shares; or
 - 3.3. there is more than one class of shares in the Company.

Shena Roworth

Shena Roworth
.....
Signature

30th April 2018
.....
Date

Notes:

1. The resolutions proposed as ordinary resolutions require members holding 50% or more of the total voting rights of members entitled to vote on the resolution to vote in favour of it for it to be passed. The resolution proposed as a special resolution require members holding 75 percent or more of the total voting rights of members entitled to vote on these resolution to vote in favour of them for them to be passed.
2. Unless the Resolutions are passed by the date falling 28 days after the Date of Circulation, they will lapse. If you agree to the Resolutions, please ensure your agreement reaches us before or on this date.
3. If you agree with the Resolutions, please indicate your agreement to it by signing and dating this document where indicated above, and then returning it to the Company at its registered office address.
4. Once you have agreed to the Resolutions you may not revoke your agreement.
5. If you do not agree to the Resolutions, you do not need to do anything.