

Nova Innovation Ltd
Registered in Scotland No. SC358996
Companies Acts
Written Record of Members' Written Resolution
Circulation Date: 20 December 2017

On the 21 day of December 2017, the following RESOLUTIONS IN WRITING (such Resolutions to have effect as Ordinary and Special Resolutions, as indicated) were duly passed by the members of the Company entitled to attend and vote at a general meeting of the Company: -

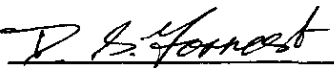
ORDINARY RESOLUTION

1. THAT, in addition to any existing authorities, the directors of the Company be and are hereby authorised for the purposes of section 551 of the Companies Act 2006 to allot shares in the Company or convert any security into shares in the Company, up to a 2,337 ordinary shares of £0.01 each, such grant or allotment or issue to be restricted to the conversion of an outstanding debt owed by the Company to Intercommunale De Développement Des Arrondissements De Tournai, Ath Et Des Communes Avoisinantes for £500,000, such authority to expire, unless previously revoked or altered, 5 years following the date of this resolution..

SPECIAL RESOLUTION

2. THAT all rights of pre-emption whether in terms of the Articles of Association of the Company, the Companies Act 2006 or otherwise be and are hereby waived in respect of any allotment of shares made pursuant to resolution (1) above.




AUTHORISED SIGNATORY
FOR AND ON BEHALF OF
NOVA INNOVATION LTD

21/12/2017
Dated