

# Nova Innovation Ltd

Registered in Scotland No. SC358996

## Companies Acts

### Written Record of Members' Written Resolution

Circulation Date: 18 MARCH 2020

On the 18 day of MARCH 2020, 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 the existing 121,981 ordinary shares of £0.01 each forming the issued share capital of the Company be sub-divided into 1,219,810 ordinary shares of £0.001 each with the rights and privileges stated in the articles of association of the Company to be adopted pursuant to resolution 3 below.

#### SPECIAL RESOLUTIONS

1. THAT all rights of pre-emption whether in terms of the Articles of Association of the Company or otherwise be and are hereby waived and dis-applied in respect of any allotment of shares made by the Directors under their general authority to allot shares pursuant to section 550 of the Companies Act 2006, provided that this authority and waiver shall (i) be limited to a maximum nominal amount of £77.001; (ii) shall expire on 31 December 2020; and (iii) be limited to an allotment of shares at a price per share of at least £21.40.
2. THAT the document attached be adopted as the New Articles of the Company, in place of and to the exclusion of all other previous articles of association.

  
AUTHORISED SIGNATORY  
FOR AND ON BEHALF OF  
NOVA INNOVATION LTD

18/3/2020

Dated

