

A PRIVATE COMPANY LIMITED BY SHARES

C SENSE 24 LIMITED

Company Number SC360076 (the "Company")

WRITTEN RESOLUTION

Circulation Date: 15 August 2018



Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act"), the directors of the Company propose that the decisions set out below under the heading Resolutions are passed as special resolutions of the Company (the "Resolutions").

RESOLUTIONS

1. That the 100 ordinary shares of £1.00 each in the Company be subdivided into 10,000 ordinary shares of £0.01 each (the "Subdivision").
2. That following the Subdivision, the Company shall adopt an Enterprise Management Incentive Share Option Scheme in accordance with the rules attached hereto.
3. The Company shall enter into Enterprise Management Incentive option agreements with Grant Rutherford, an employee of the Company (the "Option Agreement").
4. That, in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally authorised to allot shares in accordance with the provisions of the Option Agreement.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned persons entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions:

Signed by Kenneth McGee

Handwritten signature of Kenneth McGee in black ink, written over a dotted line.

Date

29/8/18

Signed by Rosemarie McGee

Rosemarie McGee

Date

29/8/18.

NOTES

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By Hand:** delivering the signed copy to Stephanie Farrell, Bellwether Green, 225 West George Street, Glasgow G2 2ND
- **Post:** returning the signed copy by post to Stephanie Farrell, Bellwether Green, 225 West George Street, Glasgow G2 2ND
- **Fax:** faxing the signed copy to 0141 229 0640 marked "For the attention of Stephanie Farrell"
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to stephanie.farrell@bellwethergreen.com. Please enter "Written Resolutions" in the e-mail subject box

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. The Resolution set out above will lapse if the required majority of eligible members have not signified their agreement to them by the end of the period of 28 days beginning with the Circulation Date set out above. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. This document has been prepared for the Company and as a shareholder you should take independent legal advice.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.