

SUSTAINABLY LTD

Registered in Scotland No. SC521865

Companies Acts

Written Record of Members' Written Resolution

Circulation Date: 15 January 2020

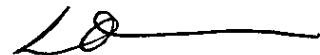
On the 15 January 2020, the following RESOLUTIONS IN WRITING pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (such Resolutions to have effect as Ordinary and Special Resolutions, as indicated) were duly passed by the members of the Company entitled to attend and vote at a general meeting of the Company:

ORDINARY RESOLUTION

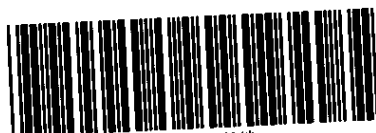
1. THAT, in addition to any existing authorities and in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby authorised to allot shares in the capital of the Company (or grant rights to subscribe for or to convert any security into shares in the Company) provided that this authority shall be restricted to up to a maximum 5,000 ordinary shares of £0.001 each in the capital of the Company pursuant to and in accordance with the terms of an advance subscription agreement entered into by the Company on or around the date of the passing of this resolution and resolution (2) below as amended or varied from time to time PROVIDED ALWAYS THAT the authorities set out in this resolution shall expire, unless sooner revoked or altered by the Company in general meeting, on 28 February 2021, and provided further that the Company may before the expiry of this authority make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this authority and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTIONS

2. THAT all rights of pre-emption whether in terms of Article 8.2 of the Articles of Association of the Company 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
SUSTAINABLY LTD



SCT *S8WU44AW* #194
17/01/2020
COMPANIES HOUSE

15 January 2020

Dated

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