

Company number **01531348**

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

ACTIVE ELECTRONICS LIMITED (**Company**)

..... 15 JUNE 2018 (**Circulation Date**)

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that:

The following are passed as special resolutions (together **Special Resolutions**).

SPECIAL RESOLUTIONS

Resolutions	For	Against
1 That the Company be re-registered as a public limited company under the Companies Act 2006 by the name of Active Electronics Plc.	✓	
2 That the articles of association of the Company be amended by replacing the words "Active Electronics Limited" in the title of the articles of association with the words "Active Electronics Plc".	✓	

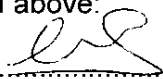
AGREEMENT

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

The undersigned, a person entitled to vote on the above resolutions on the Circulation Date, hereby irrevocably agrees to those resolutions as indicated above:

Signed by Active Electronics (Holdings) Limited

Date

..... 
..... 15 JUNE 2018



NOTES

1. If you wish to vote in favour of a resolution please put an "X" in the "For" box next to that resolution. If you wish to vote against a resolution please put an "X" in the "Against" box next to that resolution or leave both boxes next to that resolution blank. Once you have indicated your voting intentions, please sign and date this document and return it to the Company using one of the following delivery methods:

By hand. Delivering the signed copy to Clive Homewood at Active Electronics Limited, Unit 6 The Valley Centre, Gordon Road, High Wycombe, Bucks, HP13 6EQ .

Post. Returning the signed copy by post to Clive Homewood at Active Electronics Limited, Unit 6 The Valley Centre, Gordon Road, High Wycombe, Bucks, HP13 6EQ.

If there are no resolutions you agree with, 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 a resolution, you may not revoke your agreement.

3. Unless, by the date falling 28 days after the Circulation Date (**Lapse Date**), sufficient agreement is received for a resolution to pass, that resolution will lapse. If you agree to all or any of the resolutions, please ensure that your agreement reaches us before or during this date.