

Mirada plc

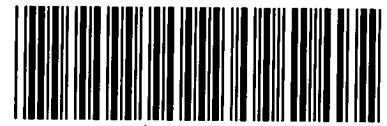
(the "Company")

PUBLIC COMPANY LIMITED BY SHARES

Company No. 3609752

RESOLUTIONS

TUESDAY



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28/07/2020

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COMPANIES HOUSE

At the annual general meeting of the Company duly convened and held on 10 September 2019 (the Annual General Meeting), the following resolutions were duly passed, Resolutions 1 to 4, 6 and 7 having been passed as ordinary resolutions of the Company and Resolution 5 having been passed as a special resolution of the Company:

1. To receive and adopt the report of the directors of the Company (the "**Directors**") and the audited accounts for the Company for the year ended 31 March 2019.
2. To re-appoint José Luis Vázquez Antolínez as a Director of the Company, who retires in accordance with Article 87 of the Company's Articles of Association.
3. To re-appoint BDO LLP as auditors of the Company and to authorise the Directors to fix their remuneration.
4. THAT the Directors be and are hereby generally and unconditionally authorised pursuant to and in accordance with Section 551 of the Companies Act 2006 ("**the Act**") to exercise all powers of the Company to allot shares in the Company and to grant rights to subscribe for, or to convert any security into, shares in the Company ("**Rights**") up to an aggregate nominal amount of £2,969,181 to such persons and on such terms as they think fit such authority to expire at the earlier of the date which is 15 months from the passing of this resolution and the conclusion of the next Annual General Meeting of the Company save that the Company is hereby authorised to make prior to the expiry of such authority any offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the Directors shall be permitted to allot shares and to grant Rights pursuant to such offer or agreement as if such authority has not expired.
5. THAT, subject to the passing of Resolution 4 set out above, the Directors be and hereby are generally empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act pursuant to the authority conferred upon them by Resolution 4 above) as if Section 561(1) of the Act did not apply to such allotment provided that this power shall be limited to:
 - (i) in connection with a rights issue, open offer or equivalent offer of equity securities open for acceptance for a period fixed by the Directors in favour of the holders of equity securities of the Company on the register on a fixed record date in which such holders are offered the right to participate in proportion (as nearly may be) to their respective holdings of such equity securities or in accordance with the rights attached thereto but subject to such exclusion or other arrangements as the Directors consider necessary or expedient in connection with shares representing fractional entitlements or on account of either legal or practical problems arising in connection with the laws of any territory, or of the

requirements of any generally recognised regulatory body or stock exchange in any territory or by virtue of shares being represented by depositary receipts or any other matter; and

- (ii) the allotment to any person or persons of equity securities (other than pursuant to paragraph (i) above) up to an aggregate nominal amount of £1,336,265 to such persons and on such terms as they think fit,

and shall expire at the conclusion of the next Annual General Meeting of the Company or fifteen months after the date of the passing of this Resolution if earlier save that the Company may at any time before such expiry make an offer or agreement which would or might require equity securities to be allotted for cash after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired.

- 6. THAT, in accordance with section 618 of the Companies Act 2006, every 100 ordinary shares of £0.01 each in the capital of the Company held by a shareholder at 8.00 p.m. on 10 September 2019 shall be consolidated into 1 ordinary share of £1.00 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary shares of £0.01 each in the capital of the Company as set out in the Company's articles of association for the time being.
- 7. To authorise the Company generally and unconditionally to use electronic communications with its shareholders and in particular to authorise the Company to send or supply documents or information to its shareholders by making them available on a website.



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Chairman