

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

GLOBAL RADIODATA COMMUNICATIONS HOLDINGS LIMITED (COMPANY)

CIRCULATION DATE: 29<sup>th</sup> MARCH 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the directors of the Company hereby propose that the following resolutions as set out below be passed as ordinary and special resolutions respectively (Resolutions):

ORDINARY RESOLUTIONS

1. **THAT**, in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of 27,472 ordinary shares of £0.0001 each and £1,265,342 deferred shares of £1.00 each, provided that this authority shall unless renewed, varied or revoked by the Company, expire on the date being 5 years from the date of this Resolution, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the directors of the Company may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.
2. **THAT**, the terms of the draft EMI option agreements to be entered into between the Company and each of Steven William Slater, Joanne Mary Marsh and Michael John McBride pursuant to the Global Radiodata Communications Holdings Limited EMI Share Option Plan (EMI Option Agreements) for the grant of options, copies of which have been initialled by the Chairman of the Company, marked "A" for the purpose of identification and produced to the members of the Company be and are hereby approved and the directors of the Company be and are hereby authorised to execute the EMI Option Agreements, grant options thereunder and execute all ancillary documents relating thereto.

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### SPECIAL RESOLUTION

3. **THAT**, subject to the passing of resolutions 1 and 2, in accordance with section 571 of the Act, the directors of the Company be generally empowered to allot equity securities (as defined by section 560 of the Act) pursuant to the EMI Option Agreements as if section 561 of the Act did not apply to any such allotment.

### AGREEMENT

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

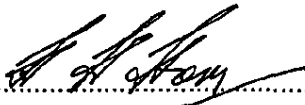
The undersigned, being persons entitled to vote on the Resolutions on the circulation date stated above, hereby irrevocably agree to the Resolutions:



ROGER WILLIAM JOHN DAVIS

4.4.18

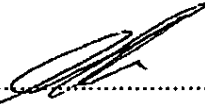
Dated



HOWARD HENRY HAM

29 / 3 / 2018

Dated



IAIN ALEXANDER POPE

3 / 4 / 18

Dated

### NOTES

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

- **By hand:** delivering the signed copy to the Company's registered address.
- **By post:** returning the signed copy by post to the Company's registered address.

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. Unless within 28 days of the Circulation Date agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions please ensure that your agreement reaches us prior to or on this date.
4. 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.