

Company Number: 03692609

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

GLOBAL RADIODATA COMMUNICATIONS HOLDINGS LIMITED (the Company)

CIRCULATION DATE: 15th August 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company hereby propose that the following resolution be passed as a special resolution (the **Resolution**):

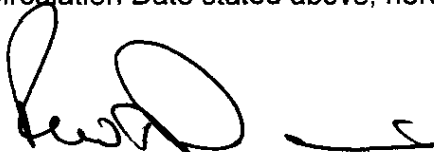
SPECIAL RESOLUTION

THAT the issued share capital of the Company be reduced from £253,070.90 (which for avoidance of doubt excludes various share options that have not yet been exercised pursuant to the Company's EMI Option Plan) to £3.765 by reducing the nominal value of the 1,265,342 deferred shares in the capital of the Company held by Roger William John Davis (each of which are fully paid up) from £0.20 each to £0.000001 each and the amount by which the share capital is so reduced be credited to the profit and loss reserve.

AGREEMENT

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

The undersigned, being the members entitled to vote on the Resolution on the Circulation Date stated above, hereby irrevocably agree to the Resolution:



ROGER WILLIAM JOHN DAVIS

Dated

15.08.2019

IAIN ALEXANDER POPE

Dated

SATURDAY



A23 *A8DH3G57* #32
07/09/2019
COMPANIES HOUSE

.....

HOWARD HENRY HAM

.....

Dated

NOTES

1. If you agree with the Resolution, 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 secretary at the Company's registered address.
- **By post:** returning the signed copy by post to the company secretary at the Company's registered address.

If you do not agree to the Resolution, 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 Resolution, you may not revoke your agreement.
3. Unless, within 28 days of the Circulation Date, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company prior to or on this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
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.

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Dated

15-08-19.



HOWARD HENRY HAM

19.08.19

Dated

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