

Company No 4689130

**COMPANY LIMITED BY SHARES
RESOLUTIONS
of
CATENAE INNOVATION PLC
PASSED ON 1 FEBRUARY 2019**

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At an ANNUAL GENERAL MEETING of the above-named Company duly convened and held at the offices of WeWork, 1 Primrose Street, London EC2A 2EX on 1 February 2019 at 11.00am the following Resolutions were duly passed, in the case of Resolution 4 as an Ordinary Resolution and, in the case of Resolution 5, as a Special Resolution:-

ORDINARY RESOLUTION

4. That, in substitution for all subsisting authorities to the extent unused, the directors be and they are hereby generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 (the "Act"), to exercise all the powers of the Company to allot relevant securities (as defined below) up to an aggregate nominal amount of £900,000 provided that this authority shall expire on 31 March 2020 or, if earlier, on the conclusion of the next Annual General Meeting of the Company save that the Company may before such expiry make an offer or agreement which would or might require relevant securities (as so defined) to be allotted after such expiry and the Directors may allot relevant securities (as so defined) in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

For the purposes of this resolution, "relevant securities" means:

- shares in the Company other than shares allotted pursuant to:
 - (a) an employee share scheme (as defined by section 1166 of the Act);
 - (b) a right to subscribe for shares in the Company where the grant of the right itself constituted a relevant security; or
 - (c) a right to convert securities into shares in the Company where the grant of the right itself constituted a relevant security.
- any right to subscribe for or to convert any security into shares in the Company other than rights to subscribe for or convert any security into shares allotted pursuant to an employee share scheme (as defined by section 1166 of the Act). References to the allotment of relevant securities in the resolution include the grant of such rights.

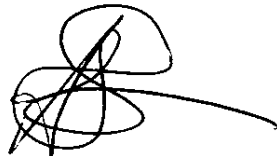
SPECIAL RESOLUTION

5. That, subject to the passing of resolution 4 above and in substitution for all subsisting authorities to the extent unused, the directors be and they are hereby empowered to allot or make offers or agreements to allot for equity securities (as defined in Section 560 of the Act) for cash either pursuant to the authority conferred by resolution 4 above or by way of a sale of treasury shares as if Section 561(1) of the Act did not apply to any such allotment provided that this power shall be limited to:
- (a) the allotment or sale of equity securities in connection with an issue of shares to holders of relevant shares or relevant employee shares, or in connection with any other form of issue of such securities in which such holders are offered the right to

participate, in proportion (as nearly as may be) to their respective holdings, but subject to such exclusions or other arrangements as the directors consider necessary or expedient to deal with any fractional entitlements or any legal or practical problems under the laws of any territory or the requirements of any stock exchange or regulatory authority; and

(b) the allotment or sale (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal amount of £900,000

and this authority shall expire on 31 March 2020 or, if earlier, on the conclusion of the next Annual General Meeting of the Company save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

CHAIRPERSON