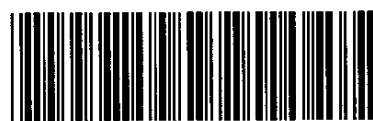


SEPARATOR SHEET

COMPANIES HOUSE BARCODE

SATURDAY



A25 *A7EKAHRT* 15/09/2018 #80
COMPANIES HOUSE

PERACHEM HOLDINGS PLC (Company Number 05425236)

("Company")

RESOLUTIONS

Passed on 13 September 2018

At an annual general meeting of the Company duly convened and held at Clintons Solicitors, 55 Drury Lane, London WC2B 5RZ on 13 September 2018 at 11 a.m. the following resolutions were duly passed as ordinary and special resolutions.

ORDINARY RESOLUTIONS:

1. To receive and adopt the report of the Directors of the Company and the audited accounts for the Company for the financial year ended 31 March 2018.
2. To approve the recommendation of the Directors not to pay a final dividend for the year ended 31 March 2018.
3. To re-elect as directors of the Company each of Stephen Winston and George Hammer, who retire in accordance with the Company's Articles of Association.
4. To re-appoint RSM UK Audit LLP as auditor of the Company to hold office from the conclusion of the Meeting until the conclusion of the next general meeting of the Company at which accounts are laid before shareholders in accordance with the Companies Act 2006 (the "Act").
5. That the Directors be authorised to fix the remuneration of RSM UK Audit LLP as auditor of the Company.
6. That the Directors be and are hereby generally and unconditionally authorised pursuant to section 551 of the Act to exercise the powers of the Company to allot additional shares in the capital of the Company, or to grant rights to subscribe for or to convert any security into additional shares in the capital of the Company, such additional number of shares to be limited to an aggregate nominal amount of £500,000.

This authority shall, unless renewed, varied or revoked by the Company, expire at the earlier of the conclusion of the next annual general meeting of the Company or the date 15 months from the date of this resolution comes into effect save that the Company may, before such expiry, make any offers or agreements which would or might require such shares or rights to be allotted or granted and the Directors may allot such shares or grant such rights in pursuance of such offers or agreements, notwithstanding that the authority conferred by this resolution has expired.

This resolution shall revoke and replace all unexercised authorities previously granted to the Directors in accordance with section 551 of the Act but without prejudice to any allotment of shares or grant of rights already made, offered or agreed to be made pursuant to such authorities.

SPECIAL RESOLUTION:

7. That, subject to and conditional upon the passing of Resolution 6, the Directors be and are hereby empowered pursuant to sections 570 and 573 of the Act to allot or make offers or agreements to allot additional equity securities (as defined in section 560 of the Act) for cash, pursuant to the authority conferred by Resolution 6 above, as if section 561(1) of the Act did not apply to any such allotment provided that this power shall be limited to:
 - 7.1 the allotment of additional equity securities in connection with an offer by way of a rights issue, open offer or otherwise:

7.1.1 to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings; and

7.1.2 to holders of other equity securities as required by the rights of the those securities or as the Directors may otherwise consider necessary;

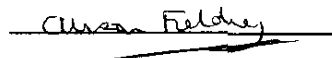
but subject to such exclusions or other arrangements as the Directors consider necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems arising in connection with the laws of any territory, or the requirements of any generally recognised regulatory body or stock exchange in any territory; and

7.2 the allotment (otherwise than pursuant to paragraph 7.1 above) of equity securities up to an aggregate nominal value of £500,000.

This authority shall, unless renewed, varied or revoked by the Company, expire at the earlier of the conclusion of the next annual general meeting of the Company or the date 15 months from the date this resolution comes into effect save that the Company may, before such expiry, make any offers or agreements which would or might require equity securities to be allotted and the Directors may allot equity securities in pursuance of such offers or agreements, notwithstanding that the authority conferred by this resolution has expired.

This resolution shall revoke and replace all unexercised powers previously granted to the Directors to allot equity securities as if section 561(1) of the Act did not apply but without prejudice to any allotment of equity securities already made or agreed to be made pursuant to such powers.

SIGNED


Chairman of the Meeting