

Company number: 5534340

ORDINARY RESOLUTIONS AND SPECIAL RESOLUTIONS

OF

ACCSYS TECHNOLOGIES PLC

(the "Company")

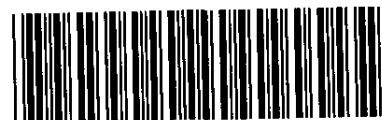
Passed on 20 December 2019

At a General Meeting of the Company duly convened and held at 9:00 a.m. on 20 December 2019 at Brettenham House, 19 Lancaster Place, London WC2E 7EN, Resolutions 1 and 2 were duly passed as ordinary resolutions and Resolutions 3 and 4 were duly passed as special resolutions:

ORDINARY RESOLUTIONS

1. THAT, in addition to all existing authorities in such regard, the Directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Companies Act 2006 (the "Act") to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company up to a nominal amount of €2,204,762 in connection with the Firm Placing and Placing and Open Offer (as each is defined in the prospectus published by the Company on 28 November 2019). This authority shall expire on the date that is six months after the date of this General Meeting (unless and to the extent that such authority is renewed or extended by the Company in general meeting prior to such date) but so that the Company may before the expiry of such period make an offer or agreement which would, or might, require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after the authority ends and the Directors may allot shares or grant rights to subscribe for or convert securities into shares under any such offer or agreement as if the authority had not ended.
2. THAT, in addition to all existing authorities in such regard, the Directors be and are hereby generally and unconditionally authorised in accordance with section 551 of the Act to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company up to a nominal amount of €734,920. This authority shall expire on the date of the annual general meeting of the Company to be held in 2020 or, if earlier, the date that is 15 months after 30 September 2019, being the date of the annual general meeting of the Company held in 2019 (unless and to the extent that such authority is renewed or extended by the Company in general meeting prior to such date) but so that the Company may before the expiry of such period make an offer or agreement which would, or might, require shares to be allotted or rights to subscribe for or convert securities into shares to be granted after the authority ends and the Directors may allot shares or grant rights to subscribe for or convert securities into shares under any such offer or agreement as if the authority had not ended.

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SPECIAL RESOLUTIONS

3. THAT subject to the passing of Resolution 1 above, in addition to all other existing powers of the Directors which shall continue in full force and effect, the Directors be and are hereby given power pursuant to section 570 of the Act to allot equity securities (as defined in the Act) for cash under the authority given by Resolution 1 above, as if section 561 of the Act did not apply to any such allotment. This power shall be limited to the allotment of equity securities pursuant to the Firm Placing and Placing and Open Offer up to an aggregate nominal value of €2,204,762. Subject to the continuance of the authority conferred by Resolution 1, this power shall expire on the date that is six months after the date of this General Meeting (unless and to the extent that such authority is renewed or extended by special resolution prior to such date) but so that the Company may before the expiry of such period make an offer or agreement, which would, or might, require equity securities to be allotted after the power ends and the Directors may allot equity securities under any such offer or agreement as if the power had not ended.
4. THAT subject to the passing of Resolution 2 above, in addition to all other existing powers of the Directors which shall continue in full force and effect, the Directors be and are hereby given power pursuant to section 570 of the Act to allot equity securities (as defined in the Act) for cash under the authority given by Resolution 2 above, as if section 561 of the Act did not apply to any such allotment. This power shall be limited to the allotment of equity securities up to a nominal amount of €220,476. Subject to the continuance of the authority conferred by Resolution 2, this power shall expire on the date of the annual general meeting of the Company to be held in 2020 or, if earlier, the date that is 15 months after 30 September 2019, being the date of the annual general meeting of the Company held in 2019 (unless and to the extent that such authority is renewed or extended by special resolution prior to such date) but so that the Company may before the expiry of such period make an offer or agreement, which would, or might, require equity securities to be allotted after the power ends and the Directors may allot equity securities under any such offer or agreement as if the power had not ended.



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