

PRINT

COMPANY NUMBER: 06759442

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
POLAR OLED LTD (THE "COMPANY")

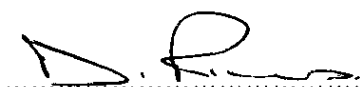
On **15th AUGUST** 2017, the following resolutions below were duly passed, in the case of Resolution 1, as an ordinary resolution, and in the case of Resolution 2, as a special resolution of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**");

ORDINARY RESOLUTION

1. **THAT**, in accordance with section 551 of the Act, the directors of the Company ("**Directors**") be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") in connection with the terms of a convertible loan agreement dated on or around the date of these Resolutions (the "**Loan Agreement**") in the aggregate amount of £50,000.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary 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 or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired. This authority is in addition to all previous authorities conferred on the Directors.

SPECIAL RESOLUTION

2. **THAT**, subject to the passing of Resolution 1, any and all rights of pre-emption to which the current shareholders of the Company may be entitled, howsoever entitled (including but not limited to under the terms of the articles of association of the Company, the Act or otherwise) be and are hereby disappplied in respect of any allotment of shares made pursuant to Resolution 1 above.



Director

THURSDAY



A10 24/08/2017 #4
COMPANIES HOUSE