



Company Number 06768053

TUESDAY



A12 *A4YFIJYY* 12/01/2016 #164
COMPANIES HOUSE

Radio Physics Solutions Ltd
(the "Company")

The following resolutions were passed at a General Meeting of the Company held at The Royal Institution of Great Britain, 21 Albemarle Street, London W1S 4BS on the 3 December 2015 at 5pm

AS SPECIAL RESOLUTIONS

- 1 That, subject to obtaining consent in accordance with article 7 1 of the articles of association of the Company ("Articles") (the "Consent"), the directors of the Company are authorised by this resolution to issue up to 20,840 ordinary shares of £0 01 each of the Company ("Shares") on the conversion of loan notes issued on the terms as set out in a letter and term sheet to shareholders both dated 18 November 2015 (the "Offer Letter") ("Loan Notes") The obligation to offer shares on a pre-emptive basis contained in 2 2 and 2 3 of the Articles shall for all purposes be dis-applied in relation to these shares The authority given by this resolution shall expire on the date that any obligation incumbent on the Company to allot shares in respect of which authority is given by this resolution terminates in accordance with the terms of the relevant obligation
- 2 That subject to obtaining Consent, the directors of the Company are authorised by this resolution to issue up to 5,210 Shares on the exercise of warrants to subscribe for Shares issued to those persons who subscribe for Loan Notes The obligation to offer shares on a pre-emptive basis contained in 2 2 and 2 3 of the Articles shall for all purposes be dis-applied in relation to these shares The authority given by this resolution shall expire on the date that any obligation incumbent on the Company to allot shares in respect of which authority is given by this resolution terminates in accordance with the terms of the relevant obligation

AS AN ORDINARY RESOLUTION

- 1 That, the directors of the Company are hereby given authority to authorise matters giving rise to an actual or potential conflict in relation to the Company entering into an agreement and carrying out the obligations as set out in that agreement, with Ossian Networks Limited, a company registered in England and Wales with company number 9695314

Signed

AND ON BEHALF OF
ANGLO SCIENTIFIC LTD

Anglo Scientific Ltd, Company Secretary