

Company Number: 06768053

Radio Physics Solutions Ltd
(the "Company")

The following resolutions was passed at a General Meeting of the Company held on the 21 May 2021 at 3.30 pm at The Elms Courtyard, Bromesberrow, Ledbury HR8 1RZ:

Words and phrases used in a letter to shareholders dated 5 May 2021 ("Shareholder Letter") shall have the same meaning when used in the Resolutions.

AS AN ORDINARY RESOLUTION

1. That the directors be and are authorised to issue on the terms set out in the Shareholder Letter:
 - a. the number of extra Senior Shares required to satisfy the extension of the maturity date of the 2015 Loan Notes calculated by dividing the extra interest accrued but unpaid between 31 March 2021 and the new maturity date of 30 September 2021 divided by the 2015 Conversion Price (as defined in an amended and restated loan note instrument dated 31 July 2020);
 - b. the number of extra Senior Shares required to satisfy the extension of the maturity date of the 2018 Loan Notes calculated by dividing the extra interest accrued between 31 March 2021 and the new maturity date of 30 September 2021 divided by the 2018 Conversion Price (as defined in an amended and restated loan note instrument dated 31 July 2020);
 - c. warrants to subscribe for up to 100,000 Senior Shares to holders of 2019 Loan Notes pro-rata to the number of 2019 Loan Notes held.
 - d. warrants to subscribe for up to 200,000 Senior Shares to Grapevine Holdings LLC and/or Cranford Capital Ltd as the case may be on the subscription of £200,000 nominal value of 2021 Loan Notes.
 - e. warrants to subscribe for up to 200,000 Senior Shares to subscribers of up to £200,000 in aggregate nominal value of 2021 Loan Notes.
 - f. warrants to subscribe for up to 100,000 Senior Shares to Grapevine Holdings LLC and/or Cranford Capital Ltd as the case may be issued as a fee for underwriting the 2021 Loan Notes.

TUESDAY



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08/06/2021

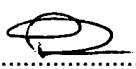
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COMPANIES HOUSE

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 A SPECIAL RESOLUTION

1. That the obligation to offer Equity Securities (as defined in the articles of association of the Company) on a pre-emptive basis shall for all purposes be dis-applied in respect of the issue of Equity Securities pursuant to ordinary resolution above.

Signed

Nichola Cole, Company Secretary