

Company No. 06917133

## Written Resolutions of Compound Photonics Group Limited (the "Company")

Circulation Date: 10 December 2019

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, It is proposed that the following ordinary resolution (the "**Resolution**") be passed:

### Ordinary Resolution

THAT the directors of the Company are generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company provided that:

1. the maximum nominal amount of shares that may be allotted under this authorisation is £26,260.61 and for this purpose shares allotted pursuant to rights to subscribe or convert granted under this authorisation are treated as shares allotted under it; and
2. this authorisation shall, unless previously revoked by the Company, expire on the date which is the fifth anniversary of the circulation date, save that the Company may, at any time before such expiry, make offers or enter into agreements which would or might require shares to be allotted (or rights to be granted) after such expiry and the directors of the Company may allot shares (or grant rights) in pursuance of any such offer or agreement as if this authorisation had not expired,

and all subsisting authorisations for the purposes of section 551 of the Companies Act 2006 are revoked.

Please read the Notes below before signifying your agreement to the Resolution.

The undersigned, being an "eligible member" (as defined in section 289 of the Companies Act 2006) and entitled to vote on the Resolution on the circulation date specified above, irrevocably agrees to the Resolution:

Full name of member (print):

Mindem Worldwide Limited

Signature:

.....

Date:

10 December 2019



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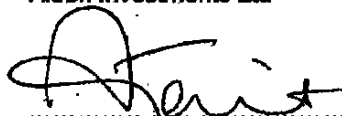
and all subsisting authorisations for the purposes of section 551 of the Companies Act 2006 are revoked.

Please read the Notes below before signifying your agreement to the Resolution.

The undersigned, being an "eligible member" (as defined in section 289 of the Companies Act 2006) and entitled to vote on the Resolution on the circulation date specified above, irrevocably agrees to the Resolution:

Full name of member (print): Aldon Investments Ltd

Signature:

  
Aram Tavlian  
Director

Date:

10 December 2019



**NOTES:**

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

**Post:** returning the signed copy by post to Natasha Scanes at Compound Photonics Group Limited, Riverbank House, 2 Swan Lane, London EC4R 3TT.

**Email:** attaching a scanned copy of the signed document to an email and sending it to [natasha.scanes@fieldfisher.com](mailto:natasha.scanes@fieldfisher.com). Please enter "Written resolution – CPGL" in the email subject box.

2. If you do not agree to the Resolution, you do not need to do anything and you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
4. Unless by the date which is 28 days from the circulation date, sufficient agreement has been received for the Resolution to be passed, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company before or during this date.
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members of the Company.
6. If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.