

Company Number. 08765823

NOTICE OF SPECIAL RESOLUTION OF  
BOOMF LIMITED

PASSED ON 2 SEPTEMBER 2015

FRIDAY



A30 \*A4F858IP\* 04/09/2015 #133  
COMPANIES HOUSE

The following resolution was duly passed as a special resolution of Boomf Limited (the **Company**) on 2 September 2015 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006

**SPECIAL RESOLUTION**

THAT the articles of association of the Company be varied with immediate effect as follows

- 1 by deleting the existing Article 5 4 2 and replacing it in its entirety with the following new Article 5 4 2

"For the purposes of section 551 of the Act, but subject to the provisions of these Articles, the Directors are generally and unconditionally authorised to exercise any powers of the Company to

- (a) offer or allot Shares,
- (b) grant options or other rights to subscribe for or to convert any security into Shares (the "**Rights**"), and
- (c) otherwise deal in, or dispose of Shares or Rights,

with such rights or restrictions as they may determine and at any time or times during the period up to and including 1 August 2020 provided that the maximum aggregate number of new Shares

that may at any time be allotted (or in respect of which Rights may be granted in respect of) pursuant to this authority shall be limited to such number of Shares as would, when aggregated with (i) the number of Shares that are in issue immediately prior to the time of such allotment, and (ii) and the number of new Shares which the Company may potentially be required to allot pursuant to any Rights which remain capable of being exercised at the time of such allotment, equal 2,000,000 Shares This authority may be renewed, varied or revoked from time to time by the Company in general meeting The Directors may before this authority expires make an offer or agreement which would or might require Shares to be allotted after it expires and may allot Shares in pursuance of that offer or agreement "

- 2 by deleting the existing Article 5 4 11(b) and replacing it in its entirety with the following new Article 5 4 11(b)

"at any time during the period from and including 1 September 2015 to and including 31 December 2015 to allot and issue new Shares to any person(s) approved by the Board on such terms as the Board considers fit without the need to first offer those Shares to any

- (a) the price per Share at which any such new Shares may be issued pursuant to this Article 5 4 11(b) must be equal to or more than £7 78, and
- (b) the maximum aggregate number of new Shares that may be issued pursuant to this Article 5 4 11(b) shall be limited to 193,464 new Shares "

Signed by

A handwritten signature in black ink, appearing to read 'Zur Ben', written in a cursive style.

**Director**

**For and on behalf of**

**Boomf Limited**