

Company number 09044213

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

MSQ Partners Group Limited (Company)

6 December 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the resolution below is passed (Resolution).

#### RESOLUTION

THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company be generally and unconditionally authorised to allot shares in the Company up to an aggregate nominal amount of £225.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date three months from the circulation 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 and the directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority revokes and replaces all unexercised authorities previously granted to the directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities

#### AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the above resolutions on 6 December 2016, hereby irrevocably agrees to the Resolutions



Signed by Northern Venture Trust PLC· .. .. .

Date 6 December 2016 .. .. .

Signed by Northern 2 VCT PLC· .. .. .

Date 6 December 2016 .. .. .

Signed by Northern 3 VCT PLC. .... .

Date: 6 December 2016 . ....

Signed by NV 2 LP· .. .. .

Date: 6 December 2016 .....

Signed by NVM Co-Investment Scheme· .. .. .

Date: 6 December 2016 .. .. .

Signed by Roger Parry· .. .. .

Date. 6 December 2016 .. .. .

Signed by Peter Reid. .... .

Date: 6 December 2016 .. .. .

Signed by Daniel Yardley·

Date 6 December 2016

Signed by Timothy Lindsay:

Date: 6 December 2016

Signed by Luke Mugliston·

Date: .....

Signed by Beau Fraser: .....

Date: .....

Signed by David Bernstein: .....

Date: .....

Signed by Tun Shun Kao: .....

Date: .....

Signed by David Worthington: .....

Date: .....

Signed by Addison James: .....

Date: .....

Signed by Rob Morrice: .....

Date: .....

Signed by Gail Dudleston: .....

Date: .....

Signed by Pippa Arlow: .....

Date: .....

Signed by Leontra Featherston: .....

Date: .....

Signed by Tim Trotter:

.. . .... . .... .. .. . .... .. ..

Date. 6 December 2016

..... .. ..... .. ..... .. .. .. .. .

Signed by Benjamin Stephens.

.. . .... .. .. . .. .. .. . .... ..

Date:

## 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:

- **By Hand:** delivering the signed copy to Daniel Yardley at the Company's registered office.
- **Post:** returning the signed copy by post to Daniel Yardley at the Company's registered office.
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to Daniel Yardley.

If you do not agree to the Resolution, you do not need to do anything. you will not be deemed to agree if you fail to reply.

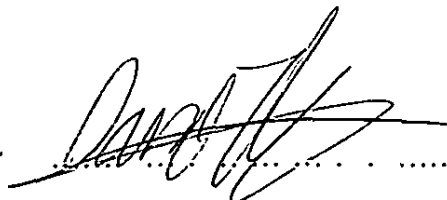
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Where, by \_\_\_\_\_ 2016, insufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to this Resolution, please indicate your agreement and notify us as soon as possible

4. 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.

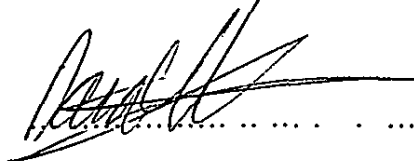
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document

Signed by Northern Venture Trust PLC:



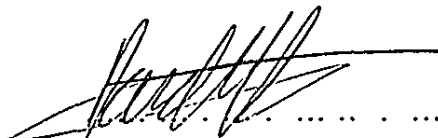
Date: 6 December 2016

Signed by Northern 2 VCT PLC:




Date: 6 December 2016

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Signed by NV 2 LP:



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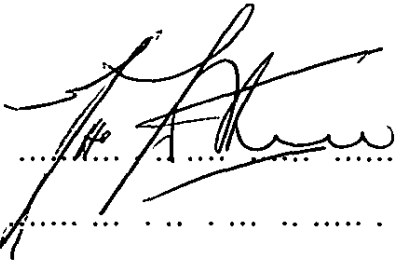
Signed by Timothy Lindsay:

Date: 6 December 2016

Signed by Luke Mugliston:

Signed by Tim Trotter.

Date: 6 December 2016

  
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Signed by Benjamin Stephens.

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Date: