

**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS OF THE SHAREHOLDERS**  
**of**  
**PROFILE FSH LIMITED**  
**(the "Company")**

12 April 2019 (the "Circulation Date")

WEDNESDAY



We, the undersigned, being members for the time being of the Company entitled to receive notice of and to attend and vote at General Meetings, pursuant to the Companies Act 2006 (the "Act") and/or the articles of association of the Company (the "Articles"), hereby pass resolutions 1 and 2 as ordinary resolutions and resolutions 3 and 4 as special resolutions (each a "Resolution" and together the "Resolutions").

**ORDINARY RESOLUTIONS**

1. **THAT**, subject to Resolution 3 below being passed, the directors of the Company are generally and unconditionally authorised in accordance with section 551 of the Act and in substitution for any existing authority conferred on them to exercise all the powers of the Company to allot series A-2 preferred shares of £0.001 each in the capital of the Company ("Series A-2 Preferred Shares"), such Series A-2 Preferred Shares having the respective rights and being subject to the conditions set out in the Articles, and/or to grant rights to subscribe for, or to convert any security into, Series A-2 Preferred Shares ("Series A-2 Preferred Share Rights") up to an aggregate nominal amount of £30.98 for a period of 5 years from the date of this Resolution save that in accordance with section 551(7) of the Act the Company may before the expiry of such period make an offer or agreement which would or might require Series A-2 Preferred Shares to be allotted or Series A-2 Preferred Share Rights to be granted after such expiry and the directors may allot Series A-2 Preferred Shares or grant Series A-2 Preferred Share Rights pursuant to such offer or agreement as if this authority had not expired.
2. **THAT**, subject to Resolution 4 below being passed, the directors of the Company are generally and unconditionally authorised in accordance with section 551 of the Act and in substitution for any existing authority conferred on them to exercise all the powers of the Company to allot A ordinary shares of £0.001 each in the capital of the Company ("A Ordinary Shares"), such A Ordinary Shares having the respective rights and being subject to the conditions set out in the Articles, and/or to grant rights to subscribe for, or to convert any security into, A Ordinary Shares ("A Ordinary Share Rights") up to an aggregate nominal amount of £1.627 for a period of 5 years from the date of this Resolution save that in accordance with section 551(7) of the Act the Company may before the expiry of such period make an offer or agreement which would or might require A Ordinary Shares to be allotted or A Ordinary Share Rights to be granted after such expiry and the directors may allot A Ordinary Shares or grant A Ordinary Share Rights pursuant to such offer or agreement as if this authority had not expired.

**SPECIAL RESOLUTIONS**

3. **THAT**, subject to Resolution 1 above being passed, in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 1, as if section 561(1) of the Act and the pre-emption provisions in the Articles did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £30.98 in respect of Series A-2 Preferred Shares and in such case to expire 5 years from the date these Resolutions are passed (unless renewed, varied

**Company number 09158030**

or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

4. **THAT**, subject to Resolution 2 above being passed, in accordance with section 570 of the Act, the directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by Resolution 2, as if section 561(1) of the Act and the pre-emption provisions in the Articles did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of £1.627 in respect of A Ordinary Shares and in such case to expire 5 years from the date these Resolutions are passed (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

#### **AGREEMENT TO RESOLUTIONS**

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

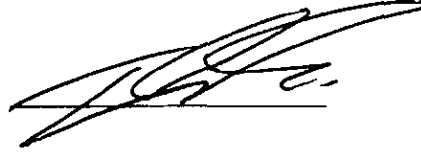
*[Signature page follows]*

**Company number 09158030**

The undersigned, being the persons entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions.

**Signed by Ian Floyed**

**Date :** 15 April 2019



**Signed by Stephen Naylor**

**Date:** \_\_\_\_\_

\_\_\_\_\_

**Signed by Patrick Flanagan**

**Date:** \_\_\_\_\_

\_\_\_\_\_

**Signed by Smedvig Capital XII LP acting by its  
GP, Smedvig Capital Limited**

**Date:** 12 April 2019



**Signed by J M Brierley**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed by H R Eddis**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed by M A Hewett**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed by B Reid**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed by W A B Russell**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed for and on behalf of  
Venrex Investment Management**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Company number 09158030**

The undersigned, being the persons entitled to vote on the Resolutions, hereby irrevocably agree to the Resolutions.

**Signed by Ian Floyed**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed by Stephen Naylor**

**Date:** 15 April 2019

\_\_\_\_\_

**Signed by Patrick Flanagan**

**Date:** \_\_\_\_\_

\_\_\_\_\_

**Signed by Smedvig Capital XII LP acting by its  
GP, Smedvig Capital Limited**

**Date:** 12 April 2019

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**Signed by J M Brierley**

**Date :** \_\_\_\_\_

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**Date :** \_\_\_\_\_

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**Signed by M A Hewett**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed by B Reid**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed by W A B Russell**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Signed for and on behalf of  
Venrex Investment Management**

**Date :** \_\_\_\_\_

\_\_\_\_\_

**Company number 09158030**

#### **NOTES**

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company's registered office, marked for the attention of the directors. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only some of the Resolutions.
2. If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
4. Unless, within 28 days beginning with the Circulation Date, sufficient agreement has been received for the Resolutions to be passed, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.
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.
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.