

Company number: 09882195

PRIVATE COMPANY LIMITED BY SHARES

**WRITTEN RESOLUTIONS of
FLUX SYSTEMS LIMITED (the "Company")**

Circulation Date: 05 September 2017 ("Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("Act"), the directors of the Company propose that the following resolutions be passed as special resolutions (the "Resolutions").

SPECIAL RESOLUTIONS

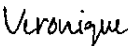
1. **THAT** 217,570 of the ordinary shares of £0.0001 each in the capital of the Company ("**Ordinary Shares**") be converted into, and re-designated as, seed preference shares of £0.0001 each in the capital of the Company ("**Seed Preference Shares**"), each having the rights and being subject to the restrictions as set out in the articles of association attached to these Resolutions, as proposed to be adopted pursuant to Resolution 4 below (the "**New Articles**") as set out in the annex to these Resolutions (the "**Conversion**").
2. **THAT**, in substitution for all existing and unexercised authorities and powers, the Directors, in accordance with section 551 of the Act, be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £27.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the day before the fifth anniversary of the date on which this resolution is passed save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights 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 or grant of Rights already made or offered or agreed to be made pursuant to such authorities.
3. **THAT**, subject to the passing of Resolution 2 above, 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 above, as if section 561(1) of the Act (in accordance with section 570 of the Act), article 7 of the existing articles of association of the Company or, subject to the passing of Resolution 4 below, article 11 of the New Articles did not apply to any such allotment.
4. **THAT** the New Articles be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

AGREEMENT


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



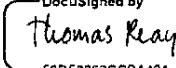
The undersigned, being the persons entitled to vote on the above Resolution on the Circulation Date, hereby irrevocably agree to the Resolution.

DocuSigned by

S454AAAE7368423
Veronique Barbosa

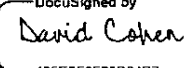
05/09/2017 (Date)

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42BC9A539B5F400
Matty Cusden-Ross

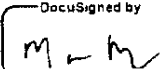
05/09/2017 (Date)

DocuSigned by

6CD58263CC8A423
Thomas Reay

~~9/1/2017~~ 05/09/2017 (Date)

DocuSigned by

A25E2F0F25D84D7
PBTS Holdings II, LLC

05/09/2017 (Date)

DocuSigned by

249646C62EDG469
Monique Merriam

~~9/1/2017~~ 05/09/2017 (Date)

DocuSigned by

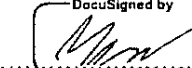
DD72293151D446B
Fomcap Nominees Ltd

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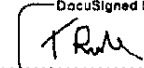
DocuSigned by

A25E2F0F25D84D7
Star Power Partners Europe LP

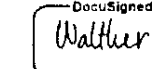
05/09/2017 (Date)

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816A762397B34F1
Yarrow Capital Limited

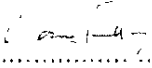
05/09/2017 (Date)

DocuSigned by

638A0231F33D48C
Tim Rule

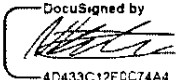
05/09/2017 (Date)

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75E5ECD3308B403
Walther Doernte

05/09/2017 (Date)


Rosemary Forsyth

05/09/2017 (Date)

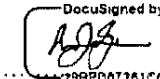
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4D433C12F0C74A4
.....
Navindu Katugampola

05/09/2017 (Date)

DocuSigned by:

721D4DA74C014C6
.....
Daniel Shane

~~07/1/2017~~
05/09/2017 (Date)

DocuSigned by:

79BPD07261CC409
.....
Andrew Salvoni

05/09/2017 (Date)

NOTES

1. You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. 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 at 2 Stoneyard Lane, London E14 0BY.

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.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by the date falling 28 days after the Circulation Date (as set out above), sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
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.

Company number: 09882195

ANNEX

Member	No of Ordinary Shares held immediately prior to the Conversion	No of Ordinary Shares held immediately following the Conversion	No of Seed Preference Shares held immediately following the Conversion
Veronique Barbosa	201,401	201,401	-
Matty Cusden-Ross	478,644	478,644	-
Thomas Reay	267,746	267,746	-
PBTS Holdings II, LLC	63,543	-	63,543
Monique Merriam	65,565	-	65,565
Fomcap Nominees Ltd	35,759	-	35,759
Star Power Partners Europe LP	36,312	-	36,312
Yarrow Capital Limited	16,391	-	16,391
Tim Rule	8,337	8,337	-
Walther Doernle	6,641	6,641	-
Rosemary Forsyth	2,299	2,299	-
Navindu Katugampola	1,724	1,724	-
Daniel Shane	1,724	1,724	-
Andrew Salvoni	1,724	1,724	-
TOTAL	1,187,810	970,240	217,570