

**THE COMPANIES ACT 2006**  
**COMPANY LIMITED BY SHARES**  
**COPY WRITTEN RESOLUTIONS**  
**of**  
**I-NEXUS GLOBAL LIMITED**  
**("Company")**

**PASSED ON 18 June 2018**

WEDNESDAY



A19 \*A78J2BUH\* #16  
20/06/2018  
COMPANIES HOUSE

In accordance with the written resolutions procedure in chapter 2 of part 13 of the Companies Act 2006, the following resolutions were duly passed on 18 June 2018 as ordinary and special resolutions as indicated below:

**SPECIAL RESOLUTION**

1. **That**, in accordance with section 618 of the Act, the 1,417,217 ordinary shares of £1.00 each in the issued share capital of the Company be sub-divided into 14,172,170 ordinary shares of £0.10 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary shares of £1.00 each in the capital of the Company as set out in the Company's articles of association for the time being.

**ORDINARY RESOLUTIONS**

2. **That**, subject to and conditional upon the passing of resolution 1, pursuant to section 551 of the Act, the directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot equity securities (as defined by section 560 of the Act) in the Company up to an aggregate nominal amount of £18,862 in respect of shares in the share capital of the Company to be issued in exchange for the transfer to the Company of shares in the share capital of I-Solutions Global Limited by Aidan Paul and Financiere de l'Audiovisuel, **provided that** this authority shall expire on 31 October 2018, save that the Company may make an offer or agreement before this authority expires which would or might require equity securities to be allotted or rights to subscribe for or to convert any security into equity securities to be granted after this authority expires and the directors may allot equity securities or grant such rights pursuant to any such offer or agreement as if this authority had not expired.

This authority is in addition to all existing authorities under section 551 of the Act.

3. **That**, subject to and conditional upon the passing of resolution 1, pursuant to section 551 of the Act, the directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot equity securities (as defined by section 560 of the Act) in the Company up to an aggregate nominal amount of £218,692, in respect of shares in the share capital of the Company to be issued in exchange for the transfer to the Company of shares in the share capital of I-Solutions Global Limited by Alyson Levett and Simon Crowther and

Crowther and Richard Cunningham, **provided that** this authority shall expire on 31 October 2018, save that the Company may make an offer or agreement before this authority expires which would or might require equity securities to be allotted or rights to subscribe for or to convert any security into equity securities to be granted after this authority expires and the directors may allot equity securities or grant such rights pursuant to any such offer or agreement as if this authority had not expired.

This authority is in addition to all existing authorities under section 551 of the Act.

#### **SPECIAL RESOLUTIONS**

4. That, subject to the passing of resolution 2 and pursuant to the provisions of article 4.6 of the Company's articles of association, the directors be and are generally empowered to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority granted by resolution 2 as if the pre-emption rights set out in article 4.6 of the Company's articles of association and such other pre-emption rights as may exist in any shareholders' agreement do not apply. This power shall expire on 31 October 2018, save that the Company may make an offer or agreement before this power expires which would or might require equity securities to be allotted for cash after this power expires and the directors may allot equity securities for cash pursuant to any such offer or agreement as if this power had not expired.

This power is in addition to all existing powers.

5. That, subject to the passing of resolution 3 and pursuant to the provisions of article 4.6 of the Company's articles of association, the directors be and are generally empowered to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority granted by resolution 3 as if the pre-emption rights set out in article 4.6 of the Company's articles of association and such other pre-emption rights as may exist in any shareholders' agreement do not apply. This power shall expire on 31 October 2018, save that the Company may make an offer or agreement before this power expires which would or might require equity securities to be allotted for cash after this power expires and the directors may allot equity securities for cash pursuant to any such offer or agreement as if this power had not expired.

This power is in addition to all existing powers.

  
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Director