

**Company No. 12936525**

**THE COMPANIES ACT 2006**

**WRITTEN RESOLUTION**

**of**

**FORESIGHT HOLDCO 2 LIMITED**

**Circulation Date:** 2 February 2021

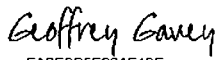
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the above-named company (the "**Company**") propose that the following resolution (the "**Resolution**") is passed as an ordinary resolution:

**ORDINARY RESOLUTION**

**1. THAT,** for the purposes section 551 of the Companies Act 2006:

- (a) the Directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot 1.8 million ordinary shares of £1 each in the capital of the Company up to an aggregate nominal amount of £1.8 million to such persons and at such times and on such terms as they think proper during the period expiring at the end of five years from the date of the passing of this Resolution; and
- (b) the Company be and is hereby authorised to make, prior to the expiry of such period referred to in (a), any offer or agreement which would or might require such shares to be allotted or such rights to be granted after the expiry of the said period and the Directors may allot any such shares and grant any such subscription and conversion rights referred to in (a) in pursuance of any such offer or agreement, notwithstanding the expiry of the authority given by this resolution in accordance with the provisions of section 551(7)(b) of the Companies Act 2006.

We, the undersigned, being the sole person entitled to vote on the Resolution on the Circulation Date, hereby irrevocably agree to the Resolution.

DocuSigned by:  
  
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For and on behalf of

**Foresight Group CI Limited**

Date: 2 February 2021

**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.
- 2.** If by 28 days from the Circulation Date, sufficient agreement has not been received in order to pass the Resolution, the Resolution will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company on or before this date.
- 3.** 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.

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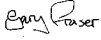
**(Effective 2 February 2021)**

In accordance with Chapter 2 of Part 13 of the Companies Act 2006 the following resolution was duly agreed to by all of the members entitled to vote as an Ordinary Resolution with effect from 2 February 2021.

**ORDINARY RESOLUTION**

**THAT,** for the purposes section 551 of the Companies Act 2006:

- (a) the Directors be and are generally and unconditionally authorised to exercise all powers of the Company to allot 1.8 million ordinary shares of £1 each in the capital of the Company up to an aggregate nominal amount of £1.8 million to such persons and at such times and on such terms as they think proper during the period expiring at the end of five years from the date of the passing of this Resolution; and
- (b) the Company be and is hereby authorised to make, prior to the expiry of such period referred to in (a), any offer or agreement which would or might require such shares to be allotted or such rights to be granted after the expiry of the said period and the Directors may allot any such shares and grant any such subscription and conversion rights referred to in (a) in pursuance of any such offer or agreement, notwithstanding the expiry of the authority given by this resolution in accordance with the provisions of section 551(7)(b) of the Companies Act 2006.

DocuSigned by:  
  
.....E703A450E8804C8.....  
Director