

# COMPANIES ACT 2006

## CERTIFIED RECORD OF RESOLUTIONS

of

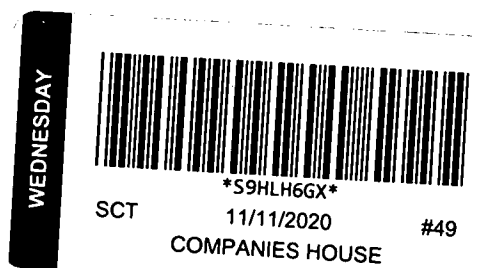
**ORGANIC SEA HARVEST LIMITED (the "Company")**

**Registered in Scotland No. SC513398)**

Notice is hereby given that the following resolutions of the Company were passed as ordinary and special resolutions by way of Written Resolution on 30 October 2020.

### ORDINARY RESOLUTIONS

1. **THAT** the terms of, and the transactions contemplated by the Facility Agreement, including the granting by the Company of the Floating Charge (as defined in the Facility Agreement) be and are hereby approved.
2. **THAT** the entry into by the Company of the Facility Agreement and the Floating Charge will promote the success of the Company for the benefit of the members as a whole.
3. **THAT**, in accordance with section 551 of the Companies Act 2006 (**CA 2006**), the directors of the Company (**Directors**) 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 £5,000,000 and at a subscription price of either £267.32 or £320.79 per Ordinary Share, in accordance with the provisions of the Facility Agreement, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2021 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.



## **SPECIAL RESOLUTIONS**

### **1. DISAPPLICATION OF PRE-EMPTION RIGHTS**

THAT, subject to the passing of resolution 3 above and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by resolution 3, as if section 561(1) of the CA 2006 did not apply to any such allotment, provided that this power shall:

- 1.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £5,000,000 and at a subscription price of either £267.32 or £320.79 per Ordinary Share, in accordance with the provisions of the Facility Agreement; and
- 1.2 expire on 31 December 2021 (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.

Presented by: Davidson Chalmers Stewart LLP  
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