

THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS  
of  
RSSCAN LAB. LTD.  
(the "Company")

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Circulation Date: 11<sup>th</sup> December 2019

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Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company (Directors) propose that the following resolutions are passed, in the case of resolution 1 as an ordinary resolution and in all other cases as special resolutions (Resolutions).

ORDINARY RESOLUTION

1. THAT in accordance with section 551 of the Companies Act 2006 (the 2006 Act) the 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 value of £166.26378 (including all shares already in issue) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date that is five years from the date 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 is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the 2006 Act 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.

SPECIAL RESOLUTIONS

2. THAT, subject to the passing of resolution 1 (and in accordance with section 570 of the 2006 Act, where relevant), the Directors be generally empowered to allot equity securities (as defined in section 560 of the 2006 Act) and grant Rights pursuant to the authority conferred by resolution 1, as if neither section 561(1) of the 2006 Act

(existing shareholders' statutory right of pre-emption) nor any other pre-emption provisions (whether contained in the articles of association of the Company or otherwise) did apply to any such allotment or grant.

3. THAT a share option plan(s) / scheme(s) be adopted by the Company on such terms (including exercise price and class of shares) as the Directors may determine for the purpose of granting options over / allotting and issuing up to (in aggregate) 1,757,458 of £0.00001 each in the capital of the Company to such persons and otherwise as the Directors may in their discretion determine.
4. THAT the Company allots and issues to Welljen Limited (a company connected to Usain Bolt, the Company's brand ambassador) such number of shares as equals to 5% of the fully diluted share capital of the Company in return for services (or similar) to the Company.
5. THAT the Company allots and issues shares for work or services to the Company to such persons and otherwise on such terms as the Directors may in their discretion determine.
6. THAT THE FOLLOWING MATTERS BE RATIFIED, CONFIRMED AND APPROVED:
  - 6.1 THAT, on 24 June 2016, 2,750 ordinary shares of £0.01 each in the Company were allotted and issued by the Company free from all and any pre-emption rights (whether under the articles of association of the Company or otherwise) (the June 2016 Allotment);
  - 6.2 THAT, the Company's entire issued share capital immediately following the June 2016 Allotment was 10,000 ordinary shares of £0.01 each;
  - 6.3 THAT, on 27 September 2017, 1,069 ordinary shares of £0.01 were allotted and issued by the Company free from all and any pre-emption rights (whether under the articles of association of the Company or otherwise) (the First September 2017 Allotment);
  - 6.4 THAT, the Company's entire issued share capital immediately following the First September 2017 Allotment was 11,069 ordinary shares of £0.01 each;
  - 6.5 THAT, on 27 September 2017 (following a redesignation of ordinary shares to A ordinary shares and a sub-division of the ordinary shares of £0.01 each into A ordinary shares of £0.00001 each), 307,552 A ordinary shares of £0.00001 were allotted and issued by the Company free from all and any pre-emption rights (whether under the articles of association of the Company or otherwise) (the Second September 2017 Allotment);

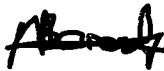
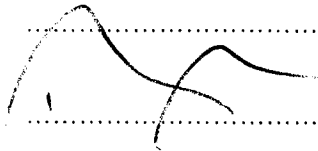
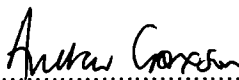
- 6.6 THAT, the Company's entire issued share capital immediately following the Second September 2017 Allotment was 11,376,552 A ordinary shares of £0.00001 each;
- 6.7 THAT, on 27 October 2017, 967,974 A ordinary shares of £0.00001 each and 334,956 B Investment Shares of £0.00001 each were allotted and issued by the Company free from all and any pre-emption rights (whether under the articles of association of the Company or otherwise) (the October 2017 Allotment);
- 6.8 THAT, the Company's entire issued share capital immediately following the October 2017 Allotment was 12,344,526 A ordinary shares of £0.00001 each and 334,956 B Investment Shares of £0.00001 each;
- 6.9 THAT, on 3 November 2017, 39,448 A ordinary shares of £0.00001 each and 526 B Investment Shares of £0.0001 each were allotted and issued by the Company free from all and any pre-emption rights (whether under the articles of association of the Company or otherwise) (the November 2017 Allotment); and
- 6.10 THAT, the Company's entire issued share capital immediately following the November 2017 Allotment was 12,383,974 A ordinary shares of £0.00001 each and 335,482 B Investment Shares of £0.00001 each.
7. THAT the articles of association of the Company be amended by deleting article 5.1 and replacing it with new article 5.1:
- 5.1 *"The Directors are generally and unconditionally authorised, in accordance with section 551 of the Companies Act, to exercise all the powers of the Company to allot Shares or to grant rights or to subscribe for or convert any security into Shares up to a maximum nominal value of £166.26378."*

## AGREEMENT

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

The undersigned, members entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions.

<u>SHAREHOLDER</u>	<u>SIGNATURE</u>	<u>DATE</u>
NITIN AGGARWAL	.....	.....2019
ANGELA BARBER	.....	.....2019
JOSH BAYLISS	.....	.....2019

ANTHONY BERESFORD	.....	.....2019
NICK BERESFORD	 .....	..... 12/12/2019
TOM BERESFORD	.....	.....2019
TRISTAN BUSCH	 .....	..... 12/12 .....2019
DAVID CLEMENT	.....	.....2019
SIMON CROWE	.....	.....2019
ANDREW CROXSON	 .....	..... 11 <sup>m</sup> December .....2019
LAWRENCE DE'ATH	.....	.....2019
SHARAT DUA	.....	.....2019
GARETH EDWARDS	.....	.....2019
ROBERT EDWARDS	.....	.....2019
STEPHEN ELLIOTT	.....	.....2019
JULIAN FEDERICI	.....	.....2019
NICK FINDLAY	.....	.....2019
	.....	.....
CAROLINE GILL	.....	.....2019
SIMON HASSAN	.....	.....2019
GILES HENDERSON	.....	.....2019
SIMON HENDERSON	.....	.....2019

JON HODGES	.....	.....2019
NICHOLAS HOLT	.....	.....2019
PETER HOTCHKISS	.....	.....2019
For and on behalf of IMPERA INVESTMENTS LTD	.....	.....2019
DAVID INNES	.....	.....2019
NEVILLE KOOPOWITZ	.....	.....2019
BOJAN KUZMANIC	.....	.....2019
ALEXANDROS LAZANAS	 .....	16/2/.....2019
JANE MACDONALD	.....	.....2019
MARTIN MAK	.....	.....2019
BARRY GRAHAM MARSHALL	.....	.....2019
ALAN MATHER	.....	.....2019
STEVEN MATTHEW	 .....	17 <sup>th</sup> December.....2019
LYNDA METTOUCHI	.....	.....2019
JULIO CESAR PUENTES MONTANO	.....	.....2019
BRIAN MORRIS	.....	.....2019
RICHARD DE LA POER BERESFORD as trustee of THE WOODLAND TRUST	 .....	.....14/12/2019
SIMON NICKLIN	.....	.....2019
ELIZABETH ORBELL	.....	.....2019

STEVE PEARCE	.....	.....2019
ADRIAN PETERS	<i>Adrian Peters</i>	<i>11.12</i> 2019
MARK PHILLIPS	.....	.....2019
EDWARD POET	.....	.....2019
DONALD PORTEOUS	.....	.....2019
JOHN PORTER	.....	.....2019
DOUG PRATT	.....	.....2019
For and on behalf of PROVENANCE 1 (GP) LLP	<i>Simon Hudson</i>	<i>12<sup>th</sup> December</i> 2019
DASAPPAIAH RAO	.....	.....2019
ANTHONY ROBERTS	.....	.....2019
FILIP SCHEPERJANS	.....	.....2019
MATTHEW SCOTHORN	.....	.....2019
EDWARD SHANLEY	.....	.....2019
ADRIAN SMITH	.....	.....2019
RALPH SMITH	.....	.....2019
BENTE SMITH-REWSE	.....	.....2019
CHRISTOPHER SMITH-REWSE	.....	.....2019
MIKE SPENCE	.....	.....2019
TENG KIEN TAN	<i>Kien Tan</i>	<i>13 December</i> 2019
RICHARD TEMPLE	.....	.....2019

JERZY TENDYRA	.....	.....2019
KEVIN VANDRAU	.....	.....2019
MATT VANDRAU	.....	.....2019
NIALL WASS	.....	.....2019
DANIEL WEBSTER	.....	.....2019
For and on behalf of WELLJEN LIMITED	.....	.....2019
GARETH WILLIAMS	.....	.....2019
ROBERT WILSON	.....	.....2019

NOTES:

1. If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to the Company marking it for the attention of Nicholas Beresford at 14 Pegasus Orion Avenue, Great Blakenham, Ipswich, Suffolk, IP6 0LW.

Post: returning the signed copy by post to the Company marking it for the attention of Nicholas Beresford at 14 Pegasus Orion Avenue, Great Blakenham, Ipswich, Suffolk, IP6 0LW.

Email: by attaching a scan copy of the signed document to an email and sending it to [nick.beresford@enertor.com](mailto:nick.beresford@enertor.com). Please type "Written Resolutions" in the email subject box.

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 end of 28 days beginning with the Circulation Date, 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.