

Company Number 06367267

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

STOCKOPEDIA LTD (Company)

Passed on July 17th 2017

The following resolution was duly passed as an ordinary resolution by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (**CA 2006**).

ORDINARY RESOLUTIONS

1. **THAT**, in accordance with section 551 of the CA 2006, 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 amount of £600.00 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of this Resolution 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.

2. **THAT** the issue at a price per share of £2.5759 on 1 August 2016 of 77,549 ordinary shares of £0.001 each in the capital of the Company to Richard Ensor, 7,775 ordinary shares of £0.001 each in the capital of the Company to Director Dave Brickell and 3,877 ordinary shares of £0.001 each in the capital of the Company to Chairman Simon Stevens be ratified and approved for all purposes including without limitation, section 239 of the CA 2006.



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SPECIAL RESOLUTION

3. **THAT**, the rights of pre-emption set out in article 4.4 of the articles of association of the Company shall not apply to the grant of options to subscribe for shares in the capital of the Company up to a maximum aggregate amount at any time equal to 15% (previously 10%) of the total issued share capital of the Company at that time under any plan for the grant of share options to employees or officers of or consultants to the Company adopted by the Directors from time to time (and the issue of shares in the capital of the Company on exercise of those options).

This waiver revokes and replaces the existing waiver contained in article 4.6.2 of the articles of association of the Company.



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Director