

Company number: 06457679

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**

- of -

**HOTSPRING VENTURES LIMITED**  
**(the "Company")**

Passed on 27 APRIL 2017

Pursuant to chapter 2 of part 13 of the Companies Act 2006 (the "Act"), resolution 1 below ("**Resolution 1**") was passed as an ordinary resolution and resolution 2 below ("**Resolution 2**") was passed as a special resolution (Resolution 1 and Resolution 2 together being the "**Resolutions**").

**ORDINARY RESOLUTION**

1. That, the directors be and are hereby generally and unconditionally authorised for the purposes of article 9.2 of the Company's articles of association (the "**Articles**") and section 551 of the Act to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for shares in the capital of the Company, up to the maximum aggregate amount of 3,015,632 series C2 shares of £0.01 each (inclusive of any shares allotted prior to the Circulation Date), provided that:
  - (a) the authority granted under this Resolution 1 shall expire five years after the date of passing of this Resolution 1; and
  - (b) the Company may, before such expiry under paragraph (a) above of this Resolution 1, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution 1 has expired.

This authority shall apply in substitution for, and to the exclusion of, all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006 (but without prejudice to the validity of any allotment pursuant to such previous authority).

**SPECIAL RESOLUTION**

2. That, in accordance with article 9.6 of the Articles, the pre-emption rights set out in article 9 of the Articles shall not apply to the allotment of shares in the capital of the Company under the authority granted to the directors by Resolution 1 above.

  
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Director

THURSDAY



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