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A13 21/03/2015
COMPANIES HOUSE

Company number, 07002732

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

ORDINARY RESOLUTION

			For	Against
1	for th exerc Comp secur	the directors be generally and unconditionally authorised to purposes of section 551 of the Companies Act 2006 to size all the powers of the Company to allot shares in the pany or to grant rights to subscribe for or to convert any any into shares in the Company, up to a maximum agate nominal amount of £83 916, provided that	X	
	(a)	the authority granted under this resolution shall expire five years after the passing of this resolution; and		
	(b)	the Company may, before such expiry under paragraph (a) above of this resolution, 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 has expired		
	This a	authority is in addition to all subsisting authorities		

		For	Against
2	That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83.916	X	

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to either the Ordinary Resolution or Special Resolution (together the "Resolutions")

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above

Note. To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above.

Signed

STUART HIGGIN SPRINT NAME) Name

(COMPLETE IF MEMBER IS A For and on behalf of COMPANY)

18/12/14 Date

NOTES

If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution

If you wish to vote against a resolution please put an 'X' In the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank

Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods:

- by hand delivering the signed copy to Adam Thatcher at Taylor Wessing LLP, (a) 24 Hills Road, Cambridge, CB2 1JP, or
- by post returning the signed copy by post to Adam Thatchei at Taylor (b) Wessing LLP, 24 Hills Road, Cambridge, CB2 1JP, or
- (c) by email, by attaching a scannod copy of the signed document to an email and sending it to a that cher@laylorwessing com Please enter "Written resolutions - Hardlyever Limited" in the email subject box

If there are no Resolutions that you agree with, you do not need to do anything you will not be deemed to agree If you fail to reply

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- Once you have indicated your agreement to a Resolution, you may not revoke your agreement
- Unless, within 28 days of the Circulation Date, sufficient agreement has been received from the required majority of eligible members for a Resolution to be passed, it will lapse If you agree to any or all of the Resolutions, please ensure that your agreement reaches us on or before this date
- 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
- 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

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

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	(a)	the authority granted under this resolution shall expire five years after the passing of this resolution, and		
	(b)	the Company may, before such expiry under paragraph (a) above of this resolution, 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 has expired		
	This	authonty is in addition to all subsisting authorities		

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		For	Against
2	That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	X	

AGREEMENT

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Note: To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above

Signed

Name

For and on behalf of

GHRTY (PRINT NAME)

(COMPLETE IF MEMBER IS A COMPANY)

Date

19 December 2014

NOTES

If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution

If you wish to vote against a resolution please put an 'X' in the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank

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Company number 07002732

THE COMPANIES ACT 2006 PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

HARDLYEVER LIM!TED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
- (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

ORDINARY RESOLUTION

			For	Against
1	for the exercity Comes secu	the directors be generally and unconditionally authorised ne purposes of section 551 of the Companies Act 2006 to clse all the powers of the Company to allot shares in the pany or to grant rights to subscribe for or to convert any rity into shares in the Company, up to a maximum egate nominal amount of £83 916, provided that the authority granted under this resolution shall expire five years after the passing of this resolution, and		
	(b)	the Company may, before such expiry under paragraph (a) above of this resolution, 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 has expired	X	
	This	authority is in addition to all subsisting authorities		

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COMPANIES HOUSE

	For	Against
That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	X	

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to either the Ordinary Resolution or Special Resolution (together the "Resolutions")

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Note To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above

Signed

Name

Ms J SARAH WILSON (DIRECTOR)(PRINT NAME)

For and on behalf of CHASE NOMINEES LTD ALCATEUS (COMPLETE IF MEMBER IS A COMPANY)

Date

12/11/2014

NOTES

If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution

If you wish to vote against a resolution please put an 'X' in the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank

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UKMATTERS 32429171 1

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Company number <u>07002732</u>

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) ' resolution 1 below is passed as an ordinary resolution (the "Ordinary , Resolution"), and
- (a) resolution 2 below is passed as a special resolution (the "Special Resolutions")

ORDINARY RESOLUTION

			For	Against
1	purpo the p grant the (the directors be generally and unconditionally authorised for the oses of section 561 of the Companies Act 2006 to exercise all owers of the Company to allot shares in the Company or to inghts to subscribe for or to convert any security into shares in Company, up to a maximum aggregate nominal amount of 216, provided that 'the authority granted under this resolution shall expire five years after the passing of this resolution, and	×	
	(c)	the Company may, before such expiry under paragraph (a) above of this resolution, 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 has expired		
	This	authority is in addition to all subsisting authorities		

	_	For	Against
2	That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	Χ	

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to either the Ordinary Resolution or Special Resolution (together the "Resolutions")

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above

Note: To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above

Signed

Name

For and on behalf of

COMPLETE IF MEMBER IS A

GOMPANY)

Date

NOTES

1 If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution

10th Dec 2014

If you wish to vote against a resolution please put an 'X' in the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank

Once you have indicated your voting intentions please sign and date this document and return it to the Company using one of the following methods

Gompany, number 07002732 PRIVATE COMPANY WRITTEN RESOLUTIONS PRIVATE COMPANY LIMITED BY SHARES

HARDLYEVER LIMITED (the '!Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2-of part 13 of the Companies Act 2006, the directors of the Company

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
 (b) resolution 2 below is passed as a special resolution (the "Special Resolutions")

 ORDINARY RESOLUTION

ORDINARY RESOLUTION

	1 1 A	and the state of t	For .	Against
J	11:5	That the directors be generally and unconditionally authorised	1	
	ر از جسمه راز جسمه	َحَبُّ ﴿ أُونَ لِلْهُ purposes of section 551 of the "Companies Act 2006 to الله الله الله الله الله الله الله الل	V	
-	ش ق م م کرد ج ارد	- `\^`Company\of`to\sint\fildhts'to\substitue for-of'to convert any ->-\^`Seguir(y\sinto\sehares\under\Company\-\up\to\company	i	
, -	2	a seconity analysis acts in Edited Science (Continuents) and seconity analysis and seconity analysis and seconity analysis and seconity	₹	
4	100	(a) the authority granted under this resolution		
2		the state of the s		
	in Ar Gar	dpassing of this resolution; and		
,		he Company may, before such expry under		
2.5	116	paragraph (a) apove of this resolution, make the control of the co		
\$ }	1 4 4 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	would require shares to be allotted or rights to subscribe for or to convert		
	(2.1gg (2.1gg	- 大学などもことが、「それというはYanysecurityIntorsnates to beigranted」	,	
3		after such expliry and the directors		
Ĵ	16. 3. 3. 15. 3. 1 15. 3. 1	rights (as the case, may be) in	`	
,	No.	The interest of the interest o		
1	137 F	conferred by this resolution has	, ı	
	entra president		,	
, ,	3.7	This authority is in addition totall subsisting authorities.		



S) N		For	Against
28	្នាំ នៅ ្រុស្ត្រីក្រុស្ត្រី the Company shall ភូលី apply to the issue of shares	/	
	in the capital of the Company up to an aggregate		'

AGREEMENT

Please read the hotes at the end of this document before signifying your agreement to either the "Resolutions")

The undersigned being a member of the Company entitled to vote on the Resolutions on the Cifculation Date, being a member of the Company entitled to vote on the Resolutions on the Cifculation Date, being a marked in the "For" box above

Note To vote for a resolution you must sign below AND mark "X" in the "For" box for Note To"vote" for a result the resolution above

Name 4

For and on behalf of t

DOTE PRINT NAME) (COMPLÉTE IF MEMBER IS A

COMPANY)

- If you wish to vote imfavour of a Resolution please put an 'X' in the box marked "For" next to that Resolution

 If you wish to vote against a resolution please put an 'X' in the box marked "Against" next to that Resolution of leave both boxes next to that Resolution blank

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- by email by attaching a scanned copy of the signed document to an email and sending it to a that other esolutions is Hardly ever Limited in the email subject box
- ulf, there are no Resolutions that you agree with you do not need to do anything you will not be deemed to agree tryou fail to reply
- Once you have indicated your agreement to a Resolution, you may not revoke your agreement
- The standard of the Circulation Date, sufficient agreement has been received from the required majority of eligible members for a Resolution to be passed, it will lapse if you agree to any of all of the Resolutions, please ensure that your agreement reaches us on or before this date.
- 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

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Company number 07002732

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

HARDLYEVER LIMITED (the "Company")

10 December 2014 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the Companies Act 2006, the directors of the Company propose that

- (a) resolution 1 below is passed as an ordinary resolution (the "Ordinary Resolution"), and
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ORDINARY RESOLUTION

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	(a)	the authority granted under this resolution shall expire five years after the passing of this resolution; and		
	(b)	the Company may, before such expiry under paragraph (a) above of this resolution, 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 has expired		
	This	authority is in addition to all subsisting authorities		

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COMPANIES HOUSE

	For	Against
That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916		

AGREEMENT

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The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to those Resolutions for which "X" is marked in the "For" box above

Note⁻ To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above.

Signed Sim. William

Name SIMON WILLICKAM. (PRINT NAME)

For and on behalf of (COMPLETE IF MEMBER IS A COMPANY)

Date. 10 11 Jacember 2014.

NOTES

If you wish to vote in favour of a Resolution please put an 'X' in the box marked "For" next to that Resolution

If you wish to vote against a resolution please put an 'X' in the box marked "Against" next to that Resolution or leave both boxes next to that Resolution blank

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UKMATTERS 32429171 1

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	(a)	the authority granted under this resolution shall expire five years after the passing of this resolution; and		
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	This	authority is in addition to all subsisting authorities		
			1	l

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21/03/2015 COMPANIES HOUSE #292

	For	Against
That the provisions in article 9.2 of the articles of association of the Company shall not apply to the issue of shares in the capital of the Company up to an aggregate nominal value of £83 916.	/	

AGREEMENT

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Note: To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above

Signed

Name:

Hyper Eth. Lto. (COMPLETE IF MEMBER IS A COMPANY)

Date

NOTES

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PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

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			For	Against
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	(a)	the authority granted under this resolution shall expire five years after the passing of this resolution; and		<u> </u>
	(b)	the Company may, before such expiry under paragraph (a) above of this resolution, 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 has expired		
	This	authority is in addition to all subsisting authorities		

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	For	Against
That the provisions in article 9.2 of the articles of association of the Company shall not apply to the Issue of shares in the capital of the Company up to an aggregate nominal value of £83 916	V	

AGREEMENT

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Note. To "vote" for a resolution you must sign below AND mark "X" in the "For" box for the resolution above,

Signed

Name

JAMIE BEDGE (PRINT NAME)

For and on behalf of

COMPLETE IF MEMBER IS A COMPANY)

Date

NOTES

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UKMATTERS 37428171 1

- Once you have indicated your agreement to a Resolution, you may not revoke your agreement
- Unless, within 28 days of the Circulation Date, sufficient agreement has been received from the required majority of eligible members for a Resolution to be passed, it will lapse if you agree to any or all of the Resolutions, please ensure that your agreement reaches us on or before this date
- 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
- 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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NOTES

If you wish to war in favour of a Place Lifton please put an 'X' in the box standing For-

If you went to rose against a resolution, please put an 'T in the box marked "Against" part to that Fraction of lower both boxes read to that Fraction blank

Once you have indicated your voting intentions; please sign and date this document and return it is the Company using one of the following methods:

- (a) By hand delivering the signed copy to Adam Tratcher, at Taylor Messing LLP.

 24 Year Road Cambridge CB2-LIP or
- (b) Food: Training the second copy by post to Asiam Training of Takes
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If there are no Resolutions that you agree with you do not need to do anything you will not be desired to agree I you full foreigh.