

Company No. 07893450

THE COMPANIES ACT 2006

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
THE CHAPAR LIMITED**

(the **Company**)

Passed on 17 October 2018



On the Circulation Date (the "Circulation Date") the following resolutions were duly passed as special resolutions of the Company pursuant to Chapter 2 of Part 13 of the Companies Act 2006:

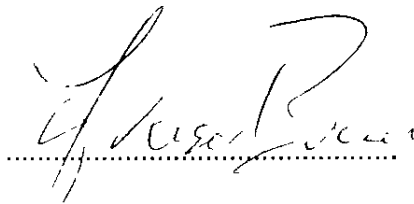
ORDINARY RESOLUTIONS

1. **THAT**, any rights of pre-emption whether under statute, contract or otherwise in connection with the proposed transfer of 625,000 "A" ordinary shares of £0.00001 each in the Company by Joseph Sam Middleton to David Wright be and are hereby waived;
2. **THAT**, in accordance with section 551 of the Act, the directors of the Company (the **Directors**) be generally and unconditionally authorised to allot up to:
 - a) 324,688 "A" ordinary shares of £0.00001 each in the Company at a price per share of £0.32 (inclusive of share premium);
 - b) 1,586,957 "A" ordinary shares of £0.00001 each in the Company at a price per share of £0.23 (inclusive of share premium);
 - c) 2,941,304 "A" ordinary shares of £0.00001 each in the Company at a price per share of £0.24 (inclusive of share premium) credited as paid;
 - d) 12,853,413 "A" ordinary shares of £0.00001 each in the Company pursuant to the terms of EMI Share Options proposed to be entered into by the Company;
 - e) 22,500,000 "A" ordinary shares of £0.00001 each in the Company at a price per share of £0.04 (inclusive of any share premium) credited as paid;

PROVIDED THAT in each case this authority shall, unless renewed, varied or revoked by the Company, expire 5 years after the date 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.

SPECIAL RESOLUTION

3. **THAT**, pursuant to article 6.2 of the Company's articles of association (the **Articles**) the Directors be generally empowered to allot equity securities pursuant to the authority conferred by Resolution 2 as if those rights of pre-emption contained within the Articles (or any other rights of pre-emption however so arising) did not apply to such allotment.

A handwritten signature in black ink, appearing to read 'Fraser Brown', is written over a horizontal dotted line.

Fraser Brown Solicitors