

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

-of-

RESPOKE LIMITED (the "Company")

On 22 July 2020 the following resolution was passed by the Company in accordance with chapter 2 of part 13 of the Companies Act 2006 (the "Act") as an ordinary resolution.

ORDINARY RESOLUTION

1. THAT, the Directors be and are hereby generally and unconditionally authorised, for the purposes of section 551 of the Act and in addition to any existing authority conferred on them, to exercise all the powers of the Company to allot shares in the Company and/or to grant rights to subscribe for or to convert any security into shares in the Company (a) up to a maximum aggregate nominal amount of £150.00 in accordance with a loan note instrument dated on or around the Circulation Date and any consequential issue of shares as a result of the conversion of that amount; and (b) up to a maximum aggregate nominal amount of £8.0646 pursuant to an equity financing round approved by the directors of the Company on or around the Circulation Date,
 - (i) unless renewed, varied or revoked by the Company, the authority granted under this Resolution shall expire five years after the passing of this Resolution; and
 - (ii) 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 and/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.

Certified as correct by:

George Ben Farnham... Director of Respoke Limited