Company number 10873661
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

**NEW VECTOR LIMITED (the "Company")** 

Passed on 25th June 2018

The following resolutions were duly passed as special resolutions on the 25<sup>th</sup> day of June 2018 by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

## **SPECIAL RESOLUTIONS**

## 1. AUTHORITY TO ALLOT

THAT, in accordance with section 551 of the Act, the directors of the company (the "Directors") be generally and unconditionally authorised to allot shares, or to grant rights to subscribe for, or to convert any security into any shares in the Company, provided that the authority is limited to the allotment in aggregate of up to 30,070 Preferred Shares of £0.01 each in the capital of the Company and provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date falling five years after the date of this resolution and save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired.

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 551 of the Act.

## 2. DISAPPLICATION OF PRE-EMPTION RIGHTS

THAT all and any rights of pre-emption whether in terms of the articles of association of the Company or the Act or otherwise be and are hereby disapplied in respect of any allotment of shares made pursuant to resolution 1.

#### 3. RE-DESIGNATION OF SHARE CAPITAL

THAT the 7,407 issued Ordinary Shares of £0.01 each in the capital of the Company which are registered in the name of Status Research & Development GmbH and which are fully paid up, be converted into and re-designated as 7,407 Preferred Shares of £0.01 each, having the rights and being subject to the restrictions set out in the new articles of association of the Company to be adopted pursuant to resolution 4.

# 4. NEW ARTICLES

THAT the draft regulations attached to this resolution, initialled by a director for identification, be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association of the Company.

Signed...

Director

TUESDAY

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21/08/2018 COMPANIES HOUSE

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