

Company number 11841118
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS
of
ENVYSION LTD (Company)
15th May 2020



Under Chapter 2 of Part 13 of the Companies Act 2006, the director of the Company proposes that resolution 1 and 2 be passed as ordinary resolutions and that resolution 3 be passed as a special resolution (the **Resolutions**).

1. SUBDIVISION OF ENTIRE ISSUED SHARE CAPITAL (Ordinary Resolution)

THAT, in accordance with section 618 of the Companies Act 2006, the 1 ordinary share of £1 in the issued share capital of the Company be sub-divided into 1,000,000 (one million) ordinary shares of £0.000001 (one ten thousandth of a penny) each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary share of £1 each in the capital of the Company as set out in the Company's articles of association for the time being.

2. AUTHORITY TO ALLOT (Ordinary Resolution)

THAT, the directors of the Company under section 551 of the Act be generally and unconditionally authorised to allot new ordinary shares of the Company up to an aggregate nominal amount of £1 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 15 May 2025 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 revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

3. DISAPPLICATION OF PRE-EMPTION RIGHTS (Special Resolution)

THAT, subject to the passing of resolutions 1 and 2 above, and in accordance with section 570 of the Act the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 2 as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:

- be limited to the allotment of new equity securities up to an aggregate nominal amount of £1 and
- expire on 15th May 2025 (unless renewed, varied or revoked by the Company prior to or on that date), save that the Company may, before such expiry,

make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the resolutions contained herein.

The undersigned, being persons entitled to vote on the above resolutions hereby irrevocably agree to the Ordinary Resolutions and the Special Resolution:

Signed by

Bernard Omolafe

bernescontacts@gmail.com
11/05/2020 10:00:15

Berne.....

Date: 10/05/2020

NOTES

1. You can choose to agree to both the Ordinary Resolutions and the Special Resolution or none of them but you cannot agree to only one of the resolutions. If you agree to all of the resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following delivery methods:

By hand or post: delivering the signed copy to JP IRVINE, Keystone Law, 48 Chancery Lane, London, WC2A 1JF.

Email: by attaching a scanned copy of the signed document to an email and sending it to JP Irvine: jp.irvine@keystonelaw.co.uk. Please type "Written resolutions for Envysion" in the email subject box.

If you do not agree to all of the resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the resolutions, you may not revoke your agreement.

3. Unless within 28 days of the circulation date of the above Written Resolutions, sufficient agreement is received for the resolutions to pass, they will lapse. If you agree to the resolutions, please ensure that your agreement reaches us before or during this date.

4. 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.

5. 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.