

The One Place Capital Limited (the “Company”)

Registered In Scotland No. SC301187

The Companies Acts

Written Record of Members’ Written Resolutions

Circulation Date: 11 January 2019

On the 28th day of January 2019 the following RESOLUTIONS IN WRITING (such Resolutions to have effect as Ordinary and Special Resolutions, as indicated) were duly passed by the members of the Company entitled to attend and vote at a general meeting of the Company:

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 50,000,000 ordinary shares of £0.0001 each in the share capital of the Company in relation to any share options or warrants granted by the Company; declaring that this authority shall (unless renewed, varied or revoked by the Company) expire on the date which is 5 years from the date of circulation of these resolutions and this authority is in substitution for any previous authority conferred on the Board of Directors of the Company to allot any ordinary shares pursuant to the exercise of any options or warrants granted over shares in the share capital of the Company.

SPECIAL RESOLUTION

2. THAT all rights of pre-emption whether in terms of the Articles of Association of the Company, the Companies Act 2006 or otherwise be and are hereby waived in respect of any allotment of shares made pursuant to resolution (1) above.

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3. THAT the definition of “**Share Option Pool**” contained in the Articles of Association be deleted and replaced with the following:

Share Option Pool means the permitted share option pool of the Company which in aggregate shall constitute no more than 50,000,000 Ordinary Shares, which may be issued to directors, employees and/or consultants (past or present and from time to time) of the Company and/or any Subsidiary from time to time pursuant to the exercise of any option agreements or other option scheme which the Company or any Subsidiary has entered into with such persons;



DIRECTOR AND AUTHORISED SIGNATORY
FOR AND ON BEHALF OF
THE ONE PLACE CAPITAL LIMITED (SC301187)

28 JANUARY 2019

Date