

Company Limited by Shares
Written Resolution
Of
Company number: 4668888
PROPELLERNET LIMITED (Company)

Under Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (**Resolution**).

It is resolved that:

1. The Propellernet Enterprise Management Incentive Option Agreements for **two employees listed in the Schedule** (the “EMI Scheme”) in the form produced and circulated in advance, be and the same is hereby approved and that the directors be and they are hereby authorised to give effect to the EMI Scheme.
2. Notwithstanding the provisions of the Articles of Association of the Company the directors shall have the power to authorise the grant of options under the EMI Scheme from time to time over ordinary shares of £1.00 each to such persons as they shall in their absolute discretion think fit and to allot shares on the exercise of any such options.
3. All persons being the members of the above named Company for the time being entitled to attend and vote at general meetings and who are currently registered as the respective holders of Ordinary Shares in the Company (“**Current Shareholders**”), hereby wave their pre-emption right attributed to them under the Articles of Association of the Company to any shares to be issued to employees of the Company under the EMI Scheme and hereby give their irrevocable consent to issue such shares directly to such employees in accordance with the rules of the EMI Scheme. Any other Shareholders to join the Company in place of or in addition to the Current Shareholders will sign a document to that effect.

FRIDAY



A29 *A61EWPL4* #82
03/03/2017
COMPANIES HOUSE

THE SCHEDULE

The Propellernet Enterprise Management Incentive Option Agreements for the following two employees:

- 1. Sam Zindel**
- 2. Simon Mustoe**

The undersigned, a person entitled to vote on the Resolution on the following circulation date, hereby irrevocably agrees to the Resolution:

Name: Andrea Louca-Jensen

Signature: 

Date: 21/10/2016

Name: James Jensen

Signature: 

Date: 21/10/2016

Name: 

Signature: 

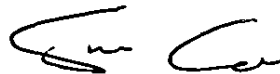
Date: 21/10/2016

Name: NIKKI GATENBY

Signature: 

Date: 21/10/2016

Name: Simon Colman



21/10/16

Name: GARY PRESTON



21/10/16