

Company number: 03913197

## RESOLUTIONS

OF

### EUROVESTECH PLC ("Company")

Resolutions passed at the ANNUAL GENERAL MEETING of the Company duly convened and held at 5<sup>th</sup> Floor, 17c Curzon Street, London, W1J 5HU on 17 March 2020 at 12:30 p.m.

#### ORDINARY RESOLUTION

1. **THAT** the Company's annual accounts for the year ended 30 June 2019, together with the Director's Report and the Auditor's Report on those accounts, be received and adopted.
2. **THAT** Lawrence Johns Chartered Accountants be re-appointed as auditors to the Company until the conclusion of the next Annual General Meeting of the Company and the Directors be authorised to fix the auditors' remuneration.
3. **THAT** Richard Grogan be re-elected as a Director.
4. **THAT** pursuant to section 551 of the Companies Act 2006:
  - 4.1 the directors be and are generally and unconditionally authorised to allot equity securities (as defined in section 560 of the Companies Act 2006) up to a maximum aggregate nominal amount of £1,144,515.00 to such persons and at such times and on such terms as they think proper during the period expiring at the conclusion of the annual general meeting of the Company to be held in 2021 (unless previously revoked or varied by the Company in a general meeting); and
  - 4.2 the Company be and is hereby authorised to make prior to the expiry of such period any offer or agreement which would or might require relevant securities to be allotted after the expiry of the said period and the directors may allot relevant securities in pursuance of any such offer or agreement notwithstanding the expiry of the authority given by this resolution.


#### SPECIAL RESOLUTIONS

5. **THAT**, subject to the passing of resolution 1 set out above, the directors are empowered in accordance with section 571 of the Companies Act 2006 to allot equity securities (as defined in section 560 of the Companies Act 2006) for cash, pursuant to the authority conferred on them to allot equity securities (as defined in section 560 of the Companies Act 2006) by that resolution, as if section 561 (1) of the Companies Act 2006 did not apply to any such allotment, provided that the power conferred by this resolution shall be limited to:
  - 5.1 the allotment of equity securities in connection with an issue or offering in favour of holders of equity securities and any other persons entitled to participate in such issue or offering where the equity securities respectively attributable to the interests of such holders and persons are proportionate (as nearly as may be) to the respective number of equity securities held by or deemed to be held by them on the record date of such allotment,

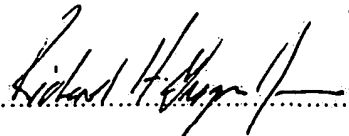
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COMPANIES HOUSE

 Companies Act 2006 to make purchases (as defined in section 693(4) of the said Companies Act 2006) of ordinary shares of £0.01 each in the capital of the Company ("ordinary shares") provided that:

- 6.1 the maximum number of ordinary shares hereby authorised to be purchased is 34,682,272;
- 6.2 the minimum price (exclusive of expenses) which may be paid for such ordinary shares is £0.01 per share, being the nominal amount thereof;
- 6.3 the maximum price (exclusive of expenses) which may be paid for such ordinary shares shall be 5 per cent above the matched bargain facility price set by Asset Match for the five business days before the purchase is made;
- 6.4 the authority hereby conferred shall (unless previously renewed or revoked) expire at the conclusion of the Company's next annual general meeting to be held in 2021; and
- 6.5 the Company may make a contract to purchase its own ordinary shares under the authority conferred by this resolution prior to the expiry of such authority, and such contract will or may be executed wholly or partly after the expiry of such authority, and the Company may make a purchase of its own ordinary shares in pursuance of any such contract.



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Chairman