

Registered Number: 10732703

THE COMPANIES ACTS
ORBITAL WITNESS LIMITED
PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS
to which Chapter 3 of Part 3
of the Companies Act 2006 applies

TUESDAY



The following resolutions were passed in writing pursuant to Chapter 2 of Part 13 of the Companies Act 2006 as ordinary and special resolutions respectively on
23 April 2020

ORDINARY RESOLUTIONS

1. **THAT**, pursuant to Article 4.2.1 of the existing articles of association of the Company, a new class of Preferred Shares in the capital of the Company to be issued with the rights attaching to them as set out in the articles of association of the Company to be adopted pursuant to Resolution 4 below.
2. **THAT**, the directors be generally and unconditionally authorised to exercise all powers of the Company to allot new shares or to grant rights to subscribe for or to convert any security into shares:
 - a. up to an aggregate nominal amount of £68.291 in respect of new share allotments; and
 - b. up to an aggregate nominal amount of £33.587 in respect of the grant of share options.

This authority shall expire (unless previously varied as to duration, revoked or renewed by the Company) five years after the date on which the resolution is passed, except that the Company may, before such expiry, make any offer or agreement which would or might require shares to be allotted or such rights to be granted after such expiry (and the directors may allot shares or grant such rights in pursuance of such offer or agreement as if the authority conferred by this resolution had not expired), and apply insofar as it has not expired or been waived by ordinary resolution of the Company and shall be in substitution for all and any existing authorities to allot shares and to grant rights to subscribe for, or to convert any security into, shares in the Company that have been granted by ordinary resolution of the Company under section 551 of the Companies Act 2006, to the extent they are unused.

SPECIAL RESOLUTIONS

3. **THAT** the directors be empowered pursuant to section 570 of the Companies Act 2006 to allot equity securities (as defined in section 560 of that Act) for cash pursuant to the general authority conferred on them by Resolution 2 as if section 561 of the Companies Act 2006, and any pre-emption rights set out in each of the Company's existing articles of association and a shareholders agreement dated 22 February 2019 did not apply to any such allotment or sale. This authority shall expire, unless previously revoked or renewed by the Company, on the date that is five years after the date on which these resolutions are passed, except that the Company may before such expiry make any 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 such an offer or agreement as if the power conferred by this resolution had not expired.

4. **THAT** the regulations contained in the document attached (for the purpose of identification marked A) be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association of the Company.

DocuSigned by:



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Director/Secretary

23 April 2020

Date