

Company Number: 06768053

MONDAY



Radio Physics Solutions Ltd
(the "Company")

The following resolutions was passed at a General Meeting of the Company held on the 31 July 2020 at 10 am at The Elms Courtyard, Bromesberrow, Ledbury HR8 1RZ:

AS AN ORDINARY RESOLUTION

1. That the directors be and are authorised to issue on the terms set out in the Shareholder Letter:

- a. the number of extra Senior Shares required to satisfy the extension of the maturity date of the 2015 Loan Notes calculated by dividing the extra interest accrued but unpaid between the original maturity date of 31 January 2020 and the new maturity date of 31 March 2021 divided by the 2015 Conversion Price;
- b. the number of extra Senior Shares required to satisfy the extension of the maturity date of the 2018 Loan Notes calculated by dividing the extra interest accrued between the original maturity date of 31 January 2020 and the new maturity date of 31 March 2021 divided by the 2018 Conversion Price;
- c. warrants (New 2015 Warrants) to subscribe for the number of Senior Shares required to satisfy the new terms of the 2015 Loan Notes being calculated as follows:

$$(Y*100\%)/X$$

Where Y = principal amount of outstanding 2015 Loan Notes and X = the Exercise Price of the New 2015 Warrants.

- d. warrants (New 2018 Warrants) to subscribe for the number of Senior Shares required to satisfy the new terms of the 2018 Loan Notes being calculated as follows:

$$(Y*100\%)/X$$

Where Y = principal amount of outstanding 2018 Loan Notes and X = the Exercise Price of the New 2018 Warrants.

- e. warrants (Redeemable Loan Warrants) to subscribe for the number of Senior Shares required to satisfy the new terms of the Redeemable Loan Notes being calculated as follows:


$$(Y*100\%)/X$$

Where Y = principal amount of outstanding Redeemable Loan Notes and X = the Exercise Price of the Redeemable Loan Warrants.

- f. The authority given by this resolution shall expire on the date that any obligation incumbent on the Company to allot shares in respect of which authority is given by this resolution terminates in accordance with the terms of the relevant obligation.

AS A SPECIAL RESOLUTION

- 1. That the obligation to offer Equity Securities (as defined in the articles of association of the Company) on a pre-emptive basis shall for all purposes be dis-applied in respect of the issue of Equity Securities pursuant to ordinary resolution 1 above.

Signed.....

Nichola Cole, Company Secretary