

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
CERTIFIED WRITTEN RESOLUTION

The IDCo. Limited
(Registered Number SC400459)

Effective date of the Resolution(s) 31st October 2017 ("**the Effective Date**")

The undemoted resolutions were duly passed as Special and Ordinary Resolutions of the above named company by Written Resolution of the Members of the Company on the Effective Date, viz:-

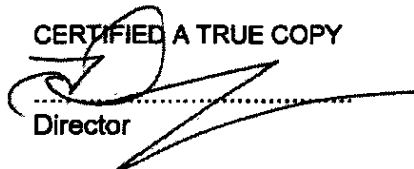
SPECIAL RESOLUTION

1. "THAT all rights of pre-emption whether arising under the articles of association of the Company, the Act or otherwise be and are hereby waived in respect of any allotment of shares made pursuant to resolutions 2 and 3 below."

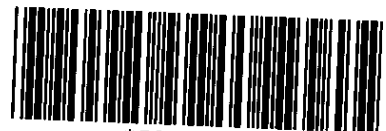
ORDINARY RESOLUTIONS

2. "THAT, in accordance with section 551 of the Act, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 512,821 ordinary shares of £0.001 each in the share capital of the Company at a minimum price of £1.95 per ordinary share pursuant to a convertible loan note instrument issued by the Company on the date of or immediately following the Circulation Date hereof and declaring that in the case of this resolution, such authority shall (unless sooner renewed, varied or revoked by the Company) expire five years from the Circulation Date specified above, provided that the Company may before the expiry of such authority make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this authority and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired."
3. "THAT, in accordance with section 551 of the Act, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 1,281,130 ordinary shares of £0.001, pursuant to employee and consultants options that may be granted in accordance with the terms of the investment agreement relating to the Company dated 23rd April 2012 (as amended, varied or restated from time to time) and that such resolution shall replace any previous resolution in relation to options issued to employees and consultants declaring that in the case of this resolution, such authority shall (unless sooner renewed, varied or revoked by the Company) expire five years from the Circulation Date specified above, provided that the Company may before the expiry of such authority make an offer or agreement which would or might require relevant securities to be allotted after the expiry of this authority and the directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired."

CERTIFIED A TRUE COPY


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Director

SATURDAY



SCT *S83BRUPK* #504
13/04/2019
COMPANIES HOUSE