

**EEBRIA LIMITED (Company Number: 08367428)**

Written resolution of the directors of EEBRIA LIMITED (the "Company") dated .....15.10.2017..... 2017.

**1. Declarations of interest**

- 1.1. Noted that the directors had declared the nature and extent of their interest in the proposed transaction to be considered by the directors in accordance with the requirements of section 177 of the Companies Act 2006 and the Company's Articles of Association.
- 1.2. Noted that pursuant to Article 17.1 of the Company's Articles of Association, a director may vote and form part of the quorum in relation to any proposed transaction or arrangement in which they are interested.

**2. New Articles of Association and Allotments**

- 2.1. Noted that the shareholders of the Company had resolved to:
  - 2.1.1. adopt new Articles of Association;
  - 2.1.2. subdivide the nominal value of the existing 98,095 Ordinary shares of £0.01 each into 98,095,000 Ordinary shares of £0.00001 each;
  - 2.1.3. change the name of the Ordinary shares to A Ordinary shares;
  - 2.1.4. create a new class of shares - B Investment shares; and
  - 2.1.5. provide the directors with authority to allot shares in the Company up to an aggregate nominal amount of £142, as if the provisions of section 561 of the Companies Act 2006 did not apply to such an allotment.

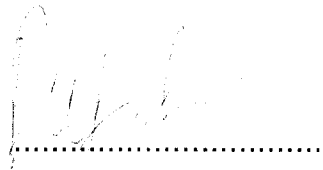
**RESOLVED:**

- 2.2. That, the new Articles of Association of the Company be adopted in substitution for and to the complete exclusion of the existing Articles of Association of the Company.
- 2.3. That, the 98,095 Ordinary shares of £0.01 each in the capital of the Company be subdivided into 98,095,000 Ordinary shares of £0.00001 each in the capital of the Company, with the rights and restrictions set out in the new Articles of Association.
- 2.4. That, the Ordinary shares of the Company each be renamed as A Ordinary shares and that the Company create a new class of shares known as B Investment shares with the rights and obligations of those shares being laid down in the new Articles of Association.
- 2.5. That, subject to the receipt of the relevant subscription monies from the investors, the issued share capital be increased by the issue of A Ordinary shares and creation and issue of B Investment shares in the Company, up to an aggregate nominal amount of £140, as if the provisions of section 561 of the Companies Act 2006 did not apply to such an allotment.
- 2.6. That, subject to the receipt of the relevant subscription monies from the investors, to allot to the applicants, in accordance with the Schedule of Investment as is attached to this written resolution for ease of reference, the shares applied for by them respectively.
- 2.7. That should any of the investors listed in the attached Schedule of Investment fail to advance their subscription monies, the relevant shares shall not be allotted to that investor and the number of shares allotted shall be adjusted down accordingly.
- 2.8. To instruct Crowdcube Capital Limited to prepare and deliver to the applicants share certificates in respect of the issued shares which will not be issued under seal or signed by any person in accordance with article 4.5 of the new Articles of

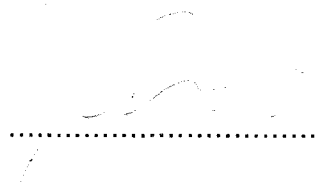
Association.

- 2.9. To authorise any director of the Company to do all such acts and things and agree and execute on behalf of the Company all such other documents to which the Company is a party and all other documents as may be required in order to adopt the new Articles of Association and allot the shares and generally to sign all such certificates and notices and other documents as may be required, subject in each case to such amendments as those executing the same on behalf of the Company think fit.
- 2.10. To authorise the company secretary or any director of the Company to arrange for the relevant documents to be filed at Companies House and the register of members of the Company updated.

**DAVID WILLIAM JACKSON**  
Director



**RACHAEL SARAH JACKSON**  
Director



**SCHEDULE OF INVESTMENT (ATTACHED)**