

WRITTEN RESOLUTION

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES

HARPER UK (ABERDEEN) LTD

(Registered in Scotland No SC547521)

WRITTEN RESOLUTION

(Circulation Date: 30/11/2020)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the resolutions set out below are passed as to resolution 1 as an ordinary resolution and as to resolution 2 as a special resolution (the "Resolutions"):

ORDINARY RESOLUTION

1. THAT in connection with the proposed grant of an option to acquire shares in the Company to Pamela Blackadder (the "Proposal"), one of the Directors of the Company, pursuant to Articles 14(2) and 14(3) of the Company's articles of association, the provisions of Article 14(1) be disapplied in relation to the Proposal and all resolutions relating to the Proposal.

SPECIAL RESOLUTION

1. THAT the one ordinary share of £1.00 comprising the entire issued share capital of the Company be re-designated and subdivided into 10,000 ordinary shares of £0.0001 each.

Agreement

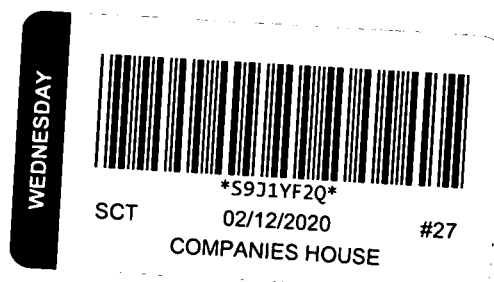
Please read the Notes set out below before signifying your agreement to the Resolutions.

The undersigned, a person entitled to vote on the Resolutions on the Circulation Date specified above, hereby irrevocably votes in favour of the Resolutions:

Signed. *David George Duncan*

Dated. 30/11/2020

Full Name: David George Duncan



Notes

1. The Resolutions have been sent to all members who are entitled to vote on the Resolutions on the Circulation Date. Only such members (or persons duly authorised on their behalf) should sign these Resolutions.
2. If you wish to vote in favour of the Resolutions, please signify your agreement to it by signing and dating this document where indicated above and deliver it to the Company using one of the following methods:
 - By Hand: delivering the signed copy to Keir Willox, Solicitor, Shepherd & Wedderburn LLP, Commercial House, 2 Rubislaw Terrace, Aberdeen, AB10 1XE
 - Post: returning the signed copy by post to Keir Willox, Solicitor, Shepherd & Wedderburn LLP, Commercial House, 2 Rubislaw Terrace, Aberdeen, AB10 1XE
 - E-mail: **attaching a scanned copy of the signed document to an email and sending it to keir.willox@shepwedd.com. Please enter "Written resolution dated 30th November 2020" in the E-mail subject box.**

In the case of E-mail, please also send the original signed document by post as detailed above.

3. If you do not wish to vote in favour of the Resolutions, you do not need to do anything; you will not be deemed to vote in favour if you fail to reply.
4. Once you have signified your agreement to the Resolutions, you may not revoke it.
5. The Resolutions will lapse on the date falling 28 days after the Circulation Date unless sufficient members have agreed to the Resolutions. If you wish to vote in favour of the Resolutions, please ensure that the Company receives this form duly signed by you with your voting intentions clearly set out on or before this date.

WRITTEN RESOLUTION – FILING COPY

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WRITTEN RESOLUTION

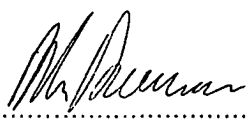
On 30/11/2020, pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the resolutions below were passed as to resolution 1 as an ordinary resolution and as to resolution 2 as a special resolution:

ORDINARY RESOLUTION

1. THAT in connection with the proposed grant of an option to acquire shares in the Company to Pamela Blackadder (the "**Proposal**"), one of the Directors of the Company, pursuant to Articles 14(2) and 14(3) of the Company's articles of association, the provisions of Article 14(1) be disapplied in relation to the Proposal and all resolutions relating to the Proposal.

SPECIAL RESOLUTION

2. THAT the one ordinary share of £1.00 comprising the entire issued share capital of the Company be re-designated and subdivided into 10,000 ordinary shares of £0.0001 each

Signed 

Director, Harper UK (Aberdeen) Ltd

Dated 30/11/2020