

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTIONS**

of

**BEHAVIOURALL TECHNOLOGIES LIMITED**  
(the Company)

Circulation Date: **29 AUGUST 2019**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**), the directors of the Company have proposed the following special resolution (the **Resolution**):

**SPECIAL RESOLUTION**

**THAT**, in accordance with article 29.2 of the articles of association of the Company, the pre-emption rights pursuant to article 29 be, and hereby are, waived in relation to the allotment of 250,000 ordinary shares of £0.00001 each in the issued capital of the Company, in the aggregate, to (1) Kemp Little LLP, (2) Priyokti Mungale, (3) Ashwini Kapila, (4) Pedro Camargo, (5) Vishweshwara Kulur and (6) Siddhartha Mankad.

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, being the persons entitled to vote on the above Resolution on the circulation date, hereby irrevocably agree to the Resolution (and, if applicable, consent to any variation or abrogation to the rights attached to any class of shares in the capital of the Company that they hold):

  
.....  
**Gerard Rego**

Date: **11 SEPTEMBER 2019**

  
.....  
**Erica Donna Kurkalang**

Date: **11 SEPTEMBER 2019**

.....  
**Richard Kleiner**

Date: .....

FRIDAY



A20 18/10/2019 #164  
COMPANIES HOUSE

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**Gerard Rego**

Date: .....

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**Erica Donna Kurkalang**

Date: .....

  
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**Richard Kleiner**

Date: **11 SEPTEMBER 2019**

## NOTES

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company at c/o Kemp Little LLP, 4<sup>th</sup> Floor, Cheapside House 138 Cheapside, London, EC2V 6BJ.

If you do not agree to the Resolution, you do not need to do anything; you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless, by the date falling 28 days after the date of circulation (as set out above), sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.
4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.