The Companies Act 2006

Company Limited by Shares

Luceco plc

(Registered Company Number: 05254883)

<u>NOTICE OF RESOLUTIONS PASSED</u>

At a General Meeting of the above named Company, duly convened and held at CMS Cameron McKenna Nabarro Olswang LLP at Cannon Place, 78 Cannon Street, London EC4N 6AF, on 1 March 2019 the following resolution was passed as a Special Resolution.

Resolution 1

THAT:

1.1. The appropriations of distributable profits of the Company (as shown in the interim accounts of the Company made up to 28 April 2017 and filed with the Registrar of Companies on 13 September 2017) to the payment of the ordinary interim dividend of 0.3 pence per Ordinary Share paid on 2 June 2017 (the Distribution) having a total value of £482,400 be and are authorised, by reference to the same record date as the original accounting entries for the Distribution;

1.2. any and all claims which the Company has or may have arising out of or in connection with the payment of the Distribution against its shareholders who appeared on the register of shareholders on the relevant record date for the Distribution (or the personal representatives and their successors in title (as appropriate) of a shareholder's estate if he or she is deceased) be waived and released, and a deed of release in favour of such shareholders (or the personal representatives and their successors in title (as appropriate) of a shareholder's estate if he or she is deceased) be entered into by the Company in the form produced to the General Meeting and initialled by the Chairman for the purposes of identification and any Director in the presence of a witness, any two Directors or any Director and the Company Secretary be authorised to execute the same as a Deed Poll for and on behalf of the Company; and

1.3. any and all claims which the Company has or may have against each of its Directors and the Former Director or the personal representatives and their successors in title (as appropriate) of his or her estate if such Director or the Former Director is deceased, arising out of or in connection with the approval, declaration or payment of the Distribution be waived and released and that a deed of release in favour of each of such Directors and the Former Director (or the personal representatives and their successors in title of his or her estate if such Director or the Former Director is deceased), be entered into by the Company in the form produced to the General Meeting and initialled by the Chairman for purposes of identification and any Director in the presence of a witness, any two Directors or any Director and the Company Secretary be authorised to execute the same as a Deed Poll for and on behalf of the Company.