

FASTFORWARD INNOVATIONS LIMITED

(formerly Kuala Innovations Limited and Kuala Limited)
Incorporated and Registered in Guernsey with registered number 44403

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE ELEVENTH ANNUAL GENERAL MEETING of FASTFORWARD INNOVATIONS LIMITED WILL BE HELD AT 11 NEW STREET, ST PETER PORT, GUERNSEY, GY1 2PF ON 13 FEBRUARY 2018 AT 10:00AM FOR THE FOLLOWING PURPOSES:

Resolution on form of proxy

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ORDINARY BUSINESS:

Ordinary Resolution 1

To receive and if thought fit, to accept the reports of the Directors, Auditors and the audited financial statements for the year ended 31 March 2017.

Ordinary Resolution 2

That the Company be and is hereby generally and unconditionally authorised in accordance with the Companies (Guernsey) Law, 2008 (as amended), to make market purchases, as defined in that Law, of and cancel its Ordinary Shares of 1p each, provided that:

- (i) the maximum number of Ordinary Shares hereby authorised to be purchased shall be 19,934,583;
- (ii) the minimum price which may be paid for an Ordinary Share shall be 1p;
- (iii) the maximum price which may be paid for an Ordinary Share on any day shall be an amount equal to 115% of the average of the middle market quotations for an Ordinary Share taken from and calculated by reference to the London Stock Exchange Alternative Investment Market Daily Official List for the five business days immediately preceding the date on which the Ordinary Share is purchased;
- (iv) the authority hereby conferred shall expire at the conclusion of the next Annual General Meeting of the Company unless the authority is renewed prior to such time; and
- (v) the Company may make a contract to purchase Ordinary Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiration of such authority and may make a purchase of Ordinary Shares pursuant to any such contract.

Ordinary Resolution 3

To reappoint PricewaterhouseCoopers CI LLP as Auditors and to authorise the Directors to agree their remuneration.

Ordinary Resolution 4

To elect Mr Burns, who being eligible offers himself for election, as a Director.

SPECIAL BUSINESS

Special Resolution 1

That, without prejudice to resolution 2 above and to the Articles, the Company generally be, and hereby is, authorised in accordance with the Law to make market acquisitions of its Ordinary Shares pursuant to a tender offer at a price per share determined by the Director provided that:

- (i) the maximum number of Ordinary Shares hereby authorised to be acquired is up to 25 per cent. of the Ordinary Shares in issue at the date of the passing of this resolution ;
- (ii) the minimum price (exclusive of expenses) which may be paid for an Ordinary Share is 1p;
- (iii) the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company, unless such authority is varied, revoked or renewed by an ordinary resolution of the Company prior to such time save that the Company may, prior to such expiry, enter into a contract to purchase any Ordinary Share in issue from time to time under such authority which will or may be executed wholly or partly after the expiration of such authority and may make a purchase of such Ordinary Shares pursuant to any such contract; and
- (iv) any Ordinary Shares bought back by the Company may be held in treasury in accordance with the Law or be subsequently cancelled by the Company.

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Special Resolution 2

That, the Directors be and are hereby empowered pursuant to the Articles to issue or allot equity securities (within the meaning of the Articles) for cash pursuant to Article 13 of the Articles or by way of a sale of treasury shares to any such issue or allotment provided that this power shall be limited to:

- (i) the issue or allotment of equity securities in connection with an offer of equity securities in favour of the holders of Ordinary Shares on the register of members of the Company at such record date as the Directors may determine where the equity securities respectively attributable to the interests of the shareholders are proportionate (as nearly as may be practicable) to the respective numbers of Ordinary Shares held by them on any such record date, subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with treasury shares, fractional entitlements or legal or practical problems arising under the laws of any territory or the requirements of any regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter; and
- (ii) the issue or allotment (otherwise than pursuant to sub-paragraph (i) of this resolution) to any person or persons in one or a series of share issues, of up to 100% of the issued share capital, free from Pre-emption,

and such authority shall expire upon the date of the next annual general meeting of the Company, save that the Company shall be entitled to make offers or agreements before the expiry of such power which would or might require equity securities to be issued or allotted after such expiry and the Directors shall be entitled to issue or allot equity securities pursuant to any such offer or agreement as if the power conferred hereby had not expired.

By order of the Board

Vistra Fund Services (Guernsey) Limited
Company Secretary
26 January 2018

Registered office:
11 New Street
St Peter Port
Guernsey
GY1 2PF

A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his or her stead. Multiple proxies are permitted, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that member. A proxy need not also be a member of the Company. A member entitled to more than one vote need not cast all of his votes in the same way. To be effective, forms of proxy must be lodged at Link Asset Services, PXS 1, 34 Beckenham Road, Beckenham, BR3 4ZF, not less than 48 hours before the time appointed for holding the meeting. Lodgement of the form of proxy will not preclude a shareholder from attending the meeting and voting in person.

Note:

The following documents will be available for inspection at 11 New Street, St Peter Port, Guernsey, GY1 2PF during usual business hours on any weekday (except Saturdays, Sundays and public holidays) until the date of the meeting and at the place of the meeting for a period of 15 minutes prior to and during the meeting:

- a) A statement of Directors' interests in the share capital of the Company; and
- b) The Articles of Incorporation.