

To: LightwaveRF plc  
The Birmingham Science Park Aston  
Faraday Wharf  
Holt Street  
Birmingham  
B7 4BB

Dear Sirs,

**Subscription Letter**

We hereby apply to subscribe for 4927168 new ordinary shares of 5 pence each in the capital of the Company ("Subscription Shares") at a price of 16.00 pence per Subscription Share ("Subscription Price") conditional upon the admission of the Subscription Shares to trading on AIM ("Admission").

We hereby irrevocably request that, subject to Admission, the Company allot and issue to us the Subscription Shares fully paid and free of any encumbrance and that our name be entered in the register of members of the Company as the holder of the Subscription Shares.

We acknowledge and confirm that we will comply with and be bound by the settlement instructions as set out in Appendix I.

We agree to subscribe for the Subscription Shares subject to the articles of association of the Company (as varied and amended from time to time).

We acknowledge and agree that:

- no prospectus or other offering document has been or will be submitted to be approved by the Financial Conduct Authority or any regulatory authority in relation to the Subscription Shares;
- we are either investment professionals within the meaning of paragraph (5) of Article 19, high net worth companies or unincorporated associations within the meaning of paragraph (2) of Article 49, certified high net worth individuals within the meaning of paragraph (2) of Article 48, sophisticated investors within the meaning of paragraph (1) of Article 50 or self-certified sophisticated investors within the meaning of paragraph (1) of Article 50A, of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (SI 2005/1529), as amended;
- our subscription for the Subscription Shares is made solely on the basis of information publically announced to a Regulatory Information Service by or on behalf of the Company prior to the date of this letter (together, the "Information");
- we have made our own assessment of the Company, the Subscription Shares and the terms of the subscription based on the Information; and
- none of the Company, Stockdale or any of its affiliates has made any representation to us, express or implied, with respect to the Company, the Fundraising or the Subscription Shares, or the accuracy, completeness or adequacy of the Information.

This letter and the Appendix and Forms annexed hereto (together the "Subscription Letter") shall be

governed and construed in accordance with English law.

Yours faithfully

Name: STEPHEN GEDDES

Signed by Stephen Geddes acting as attorney for

Date: \_\_\_\_\_

Mainspring Nominees Limited acting as attorney for and  
on behalf of Mainspring Nominees (8) Limited.

FORM B

CERTIFICATED SETTLEMENT INSTRUCTIONS

Ref: October 2017

If you intend to have Subscription Shares subscribed by us issued in certificated form please complete the registration and delivery details on this Form and return it (together with the Subscription Letter of which this Form B forms part) by email to Kevin Edwards at kevin.edwards@lightwaverf.com by no later than 3pm on 26 October 2017. If it is intended to split the commitment amongst several accounts, please photocopy this Form and clearly mark the consideration relating to the split in the box below.

To: LightwaveRF plc

For the attention of [ ]

<p><b>SUBSCRIPTION PARTICIPATION</b></p> <p>[4927168] ORDINARY SHARES</p> <p>£[788346<sup>88</sup>] SHARES CONSIDERATION</p>	<p><b>SPLIT ALLOCATION</b></p> <p>£..... SUBSCRIPTION SHARES CONSIDERATION</p>
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LightwaveRF plc (the "Company")

4927168

Subscription for [ ] new ordinary shares of 5 pence each ("Ordinary Shares") at 16.00 pence per Ordinary Share

**PLEASE REGISTER ANY ORDINARY SHARES FOR WHICH I/WE AM/ARE SUBSCRIBING AS FOLLOWS:**

NAME: Mainspring Nominees (8) Limited.

ADDRESS:

20-22 Bedford Row, London.....POSTCODE: WC1R 4EB.

A/C DESIGNATION (IF REQUIRED) .....

CONTACT NAME: .....TEL NO:.....

**PERSON WHO IS RESPONSIBLE FOR ENSURING PAYMENT OF FUNDS**

NAME:.....

ADDRESS:.....

TEL NO : .....FAX NO: .....

**STOCK DELIVERY INSTRUCTIONS**

NAME:.....

ADDRESS:.....

TEL NO:.....

Dated:

To: LightwaveRF plc ("Company")  
The Birmingham Science Park Aston  
Faraday Wharf  
Holt Street  
Birmingham  
B7 4BB

Dear Sirs,

**Subscription Letter**

We hereby apply to subscribe for 2729082 new ordinary shares of 5 pence each in the capital of the Company ("Subscription Shares") at a price of 16.00 pence per Subscription Share ("Subscription Price") conditional upon the passing of appropriate resolutions to authorise the directors of the Company to allot, *inter alia*, the Subscription Shares and disapply the statutory pre-emption provisions ("Resolutions") and admission of the Subscription Shares to trading on AIM ("Admission").

We hereby irrevocably request that, subject to the passing of the Resolutions and Admission, the Company allot and issue to us the Subscription Shares fully paid and free of any encumbrance and that our name be entered in the register of members of the Company as the holder of the Subscription Shares.

We acknowledge and confirm that we will comply with and be bound by the settlement instructions asset out in Appendix I.

We agree to subscribe for the Subscription Shares subject to the articles of association of the Company (as varied and amended from time to time).

We acknowledge and agree that:

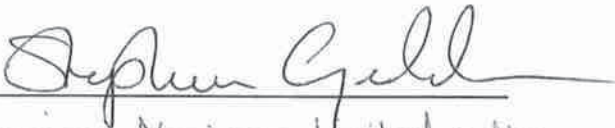
- no prospectus or other offering document has been or will be submitted to be approved by the Financial Conduct Authority or any regulatory authority in relation to the Subscription Shares;
- we are either investment professionals within the meaning of paragraph (5) of Article 19, high net worth companies or unincorporated associations within the meaning of paragraph (2) of Article 49, certified high net worth individuals within the meaning of paragraph (2) of Article 48, sophisticated investors within the meaning of paragraph (1) of Article 50 or self-certified sophisticated investors within the meaning of paragraph (1) of Article 50A, of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (SI 2005/1529), as amended;
- our subscription for the Subscription Shares is made solely on the basis of information publically announced to a Regulatory Information Service by or on behalf of the Company prior to the date of this letter (together, the "Information");
- we have made our own assessment of the Company, the Subscription Shares and the terms of the subscription based on the Information; and
- none of the Company, Stockdale or any of its affiliates has made any representation to us,

express or implied, with respect to the Company, the Fundraising or the Subscription Shares, or the accuracy, completeness or adequacy of the Information.

This letter and the Appendix and Forms annexed hereto (together the "Subscription Letter") shall be governed and construed in accordance with English law.

Yours faithfully

Name: STEPHEN GEDDES

Signed by 

for Mainspring Nominees Limited acting as attorney for and on behalf of

Date: \_\_\_\_\_ Mainspring Nominees (8) Limited.

FORM B

CERTIFICATED SETTLEMENT INSTRUCTIONS

Ref: October 2017

If you intend to have Subscription Shares subscribed by us issued in certificated form please complete the registration and delivery details on this Form and return it (together with the Subscription Letter of which this Form B forms part) by email to Kevin Edwards at kevin.edwards@lightwaverf.com by no later than 3pm on 26 October 2017. If it is intended to split the commitment amongst several accounts, please photocopy this Form and clearly mark the consideration relating to the split in the box below.

To: LightwaveRF plc

For the attention of [ ]

SUBSCRIPTION PARTICIPATION	SPLIT ALLOCATION
[2729082] ORDINARY SHARES 436,653 <sup>12</sup> £[ ^ ] SHARES CONSIDERATION	£..... SUBSCRIPTION SHARES CONSIDERATION

LightwaveRF plc (the "Company")

2729082  
Subscription for [ ^ ] new ordinary shares of 5 pence each ("Ordinary Shares") at 16.00 pence per Ordinary Share

**PLEASE REGISTER ANY ORDINARY SHARES FOR WHICH I/WE AM/ARE SUBSCRIBING AS FOLLOWS:**

NAME: Mainspring Nominees (8) Limited,

ADDRESS: 20-22 Bedford Row London POSTCODE: WC1R 4EB

A/C DESIGNATION (IF REQUIRED) .....

CONTACT NAME: ..... TEL NO: .....

**PERSON WHO IS RESPONSIBLE FOR ENSURING PAYMENT OF FUNDS**

NAME: .....

ADDRESS: .....

TEL NO : ..... FAX NO: .....

**STOCK DELIVERY INSTRUCTIONS**

NAME: .....

ADDRESS: .....

TEL NO: .....

Dated:

To: LightwaveRF plc  
The Birmingham Science Park Aston  
Faraday Wharf  
Holt Street  
Birmingham  
B7 4BB

Dear Sirs,

**Subscription Letter**

We hereby apply to subscribe for \_\_\_\_\_ new ordinary shares of 5 pence each in the capital of the Company ("Subscription Shares") at a price of 16.00 pence per Subscription Share ("Subscription Price") conditional upon the admission of the Subscription Shares to trading on AIM ("Admission").

We hereby irrevocably request that, subject to Admission, the Company allot and issue to us the Subscription Shares fully paid and free of any encumbrance and that our name be entered in the register of members of the Company as the holder of the Subscription Shares.

We acknowledge and confirm that we will comply with and be bound by the settlement instructions as set out in Appendix I.

We agree to subscribe for the Subscription Shares subject to the articles of association of the Company (as varied and amended from time to time).

We acknowledge and agree that:

- no prospectus or other offering document has been or will be submitted to be approved by the Financial Conduct Authority or any regulatory authority in relation to the Subscription Shares;
- we are either investment professionals within the meaning of paragraph (5) of Article 19, high net worth companies or unincorporated associations within the meaning of paragraph (2) of Article 49, certified high net worth individuals within the meaning of paragraph (2) of Article 48, sophisticated investors within the meaning of paragraph (1) of Article 50 or self-certified sophisticated investors within the meaning of paragraph (1) of Article 50A, of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (SI 2005/1529), as amended;
- our subscription for the Subscription Shares is made solely on the basis of information publically announced to a Regulatory Information Service by or on behalf of the Company prior to the date of this letter (together, the "Information");
- we have made our own assessment of the Company, the Subscription Shares and the terms of the subscription based on the Information; and
- none of the Company, Stockdale or any of its affiliates has made any representation to us, express or implied, with respect to the Company, the Fundraising or the Subscription Shares, or the accuracy, completeness or adequacy of the Information.

This letter and the Appendix and Forms annexed hereto (together the "Subscription Letter") shall be

governed and construed in accordance with English law.

Yours faithfully

Name: Stephen Pycroft

A handwritten signature in blue ink, appearing to read 'Steph Pycroft', is written above the signature line.

Signed by \_\_\_\_\_ acting as attorney for

\_\_\_\_\_ Date: \_\_\_\_\_



FORM B

CERTIFICATED SETTLEMENT INSTRUCTIONS

Ref: October 2017

If you intend to have Subscription Shares subscribed by us issued in certificated form please complete the registration and delivery details on this Form and return it (together with the Subscription Letter of which this Form B forms part) by email to Kevin Edwards at kevin.edwards@lightwaverf.com by no later than 3pm on 26 October 2017. If it is intended to split the commitment amongst several accounts, please photocopy this Form and clearly mark the consideration relating to the split in the box below.

To: LightwaveRF plc

For the attention of [ ]

<b>SUBSCRIPTION PARTICIPATION</b>  [ ] <b>ORDINARY SHARES</b>  £[ ] <b>SHARES CONSIDERATION</b>	<b>SPLIT ALLOCATION</b>  £..... <b>SUBSCRIPTION</b> <b>SHARES CONSIDERATION</b>
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LightwaveRF plc (the "Company")

Subscription for [ ] new ordinary shares of 5 pence each ("Ordinary Shares") at 16.00 pence per Ordinary Share

**PLEASE REGISTER ANY ORDINARY SHARES FOR WHICH I/WE AM/ARE SUBSCRIBING AS FOLLOWS:**

NAME:

ADDRESS:

.....POSTCODE:

A/C DESIGNATION (IF REQUIRED) .....

CONTACT NAME: .....TEL NO:.....

**PERSON WHO IS RESPONSIBLE FOR ENSURING PAYMENT OF FUNDS**

NAME:.....

ADDRESS.....

TEL NO :.....FAX NO: .....

**STOCK DELIVERY INSTRUCTIONS**

NAME:.....

ADDRESS... ..

TEL NO:.....

Dated:

FORM A

CREST SETTLEMENT INSTRUCTIONS

Ref: October 2017

If you intend to have Subscription Shares allocated to you issued via CREST, please complete and return this form (together with the Subscription Letter of which this Form A forms part) by email to Kevin Edwards at kevin.edwards@lightwaverf.com by no later than 3pm on 26 October 2017. If it is intended to split the commitment amongst several accounts, please photocopy this Form and clearly mark the consideration relating to the split in the box below.

To: LightwaveRF plc

For the attention of [ ]

<b>SUBSCRIPTION PARTICIPATION</b>	<b>SPLIT ALLOCATION</b>
• <b>ORDINARY SHARES</b>	£.....SUBSCRIPTION
[ ] <b>CONSIDERATION</b>	SHARES CONSIDERATION

**LightwaveRF plc (the "Company")**

**Subscription for • new ordinary shares of 5 pence each ("Ordinary Shares") at 16.00 pence per Ordinary Share**

Consideration in respect of the Ordinary Shares

(if entitlement is split)

Name of CREST participant

CREST participant ID:

Institutional settlement contact

Name:

Address:

Telephone No: ..... Fax No: .....

Agent/custodian settlement contact:

Name:

Telephone No: ..... Fax No: .....

Dated:-