

Company No.: 03418970

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

VECTURA GROUP PLC (the "Company")

At a GENERAL MEETING of the Company held at [REDACTED]
[REDACTED] at 4.40 p.m. on 21 December 2021 the following
resolution was passed as a special resolution:

SPECIAL RESOLUTION

THAT:

- (a) the name of the Company be changed to Vectura Group Limited;
- (b) pursuant to section 97(1)(a) of the Companies Act 2006 (the "Act") the Company be re-registered as a private company;
- (c) with effect from the Company's re-registration as a private limited company and in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Companies Act 2006, the directors be given the powers to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550 of the Companies Act 2006;
- (d) with effect from the Company's re-registration as a private limited company, the directors be given authority to authorise matters giving rise to an actual or potential conflict for the purposes of section 175 of the Companies Act 2006; and
- (e) pursuant to section 97(3)(b) of the Act, the articles of association produced to the meeting and initialled by the Company Secretary of the Company for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association.

On behalf of the Company

WEDNESDAY



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22/12/2021

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COMPANIES HOUSE