

THE COMPANIES ACT 2006

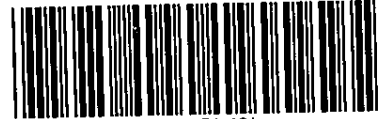
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS AND CONSENT

of

IQUR LIMITED (the "Company")

THURSDAY



A3JLQL40

A27

30/10/2014

#21

COMPANIES HOUSE

The following resolutions (the "**Resolutions**") were passed (in the case of Resolution 1, as an ordinary resolution, and in the case of Resolution 2 as special resolution) as written resolutions of the Company on 8th September 2014

ORDINARY RESOLUTION

- 1 **THAT**, in substitution for all existing such authorities, the Directors be and are hereby generally and unconditionally authorised in accordance with and pursuant to section 551 of the Act to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or to convert any security into shares in the Company (the "**Rights**") up to a maximum aggregate nominal amount of £20,000 provided that such authority, unless renewed, varied or revoked by the Company in general meeting, shall expire on the date that is 5 years from the date on which this Resolution is passed (provided that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted after such expiry and the Directors may allot shares or grant Rights in pursuance of that offer or agreement as if the authority conferred by this Resolution had not expired)

SPECIAL RESOLUTION

- 2 **THAT**, in substitution for all existing such authorities and subject to the passing of Resolution 1, the Directors be and are hereby generally empowered pursuant to section 570 of the Act to allot equity securities (as defined in section 560 of the Act) for cash pursuant to the authority conferred by Resolution 1 as if section 561 of the Act did not apply to the allotment provided that this power shall be limited to
- 2.1 the allotment of equity securities in connection with an offer of equity securities by way of a rights issue to the holders of ordinary shares in proportion (as nearly as may be practicable) to their respective holdings, but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to treasury shares, fractional entitlements, record dates, legal or practical problems in or under the laws of any territory or the requirements of any regulatory body, and
- 2.2 the allotment of equity securities up to an aggregate nominal amount of £5,000
- and this power, unless renewed, varied or revoked by the Company in general meeting, shall expire on the date that is 5 years from the date on which this Resolution

is passed, provided that the Company may at any time prior to the expiry of the power conferred by this Resolution make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred by this Resolution had not expired


.....

Director

Dr Hilarie Whorran