

Company number: 04923945

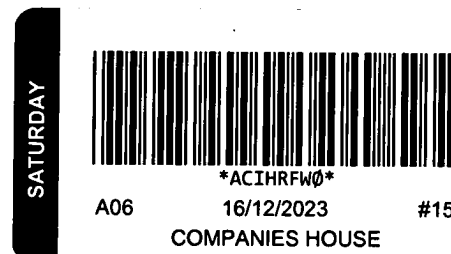
THE COMPANIES ACT 2006

RESOLUTIONS

OF

BIOVENTIX PLC

(the "Company")



At the Annual General Meeting of the Company duly convened and held at Farnham Castle, Farnham, Surrey, GU9 0AG on Thursday 7 December 2023, the following resolutions were duly passed as ordinary and special resolutions.

**Ordinary Resolution**

9. THAT pursuant to Section 551 of the Companies Act 2006, the Directors be and are generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £39,147.42 being approximately 15 per cent. of the current issued share capital of the Company provided that this authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the next Annual General Meeting of the Company or 15 months after the passing of this resolution (if earlier) except that the Directors may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or rights granted after the expiry of such period and the Directors may allot shares or grant rights in pursuance of that offer or agreement as if this authority had not expired.

**Special Resolutions**

10. THAT, subject to the passing of resolution 9 above, the Directors be empowered pursuant to section 571 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by resolution 9 above as if section 561 of the Act did not apply to such allotment, provided that this power shall be limited to the allotment of equity securities as follows:
- (a) the allotment of equity securities in connection with any offer by way of rights or an open offer of relevant equity securities in connection with any offer by way of rights or an open offer of relevant equity securities where the equity securities respectively attributed to the interests of all holders of relevant equity securities are proportionate (as nearly as may be) to the respective numbers of relevant equity securities held by them but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with equity securities which represent fractional entitlements or on account of either legal or practical problems arising in connection with the laws or requirements of any regulatory or other authority in any jurisdiction; and

- (b) otherwise than pursuant to paragraph (a) above, up to an aggregate nominal amount of £13,049.12 being approximately 5 per cent. of the current issued share capital of the Company.

Provided that the powers conferred by this resolution shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on a date which is either 15 months from the date of the passing of this resolution and the conclusion of the next Annual General Meeting of the Company (the "Section 571 Period") but so that the company may at any time prior to the expiry of the Section 571 Period make an offer or agreement which would or might require equity securities to be allotted pursuant to these authorities after the expiry of the Section 571 Period and the Directors may allot equity securities in pursuance of such offer or agreement as if the authorities hereby conferred had not expired.

11. THAT the Company be generally and unconditionally authorised to make market purchases (within the meaning of section 693(4) of the Companies Act 2006) and provided that the requirements referred to in section 693(4) of the Companies Act 2006 are satisfied, of ordinary shares of £0.05 each in the capital (the "**Ordinary Shares**") of the Company provided that:

- (a) the maximum number of Ordinary Shares hereby authorised to be purchased is 521,956 (representing approximately 10 per cent. of the current issued share capital of the Company);
- (b) the minimum price (excluding expenses) which may be paid for an Ordinary Share is £0.05;
- (c) the maximum price (excluding expenses) which may be paid for each Ordinary Share is an amount equal to 105 per cent of the average of the estimated market values of an Ordinary Share for the five business days immediately preceding the date on which such share is contracted to be purchased; and
- (d) the authority conferred by this resolution shall expire on the earlier of the date which is 15 months after the date on which this resolution is passed and the date of the next Annual General Meeting of the Company save that the Company may, before the expiry of the authority granted by this resolution, make a contract for the purchase of Ordinary Shares which would or might be executed wholly or partly after the expiry of such authority.

  
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Secretary  
Cargil Management Services Limited

7<sup>th</sup> December 2023