

Company No: 05125467

**THE COMPANIES ACTS 1985 TO 2006
COMPANY LIMITED BY SHARES**

PRIOCEPT LIMITED

("Company")

**Record of the decision of the sole member of the Company
pursuant to section 357 of the Companies Act 2006**

I, being the sole member of the Company for the time being entitled to receive notice of and to attend and vote at General Meetings of the Company hereby resolve as follows:

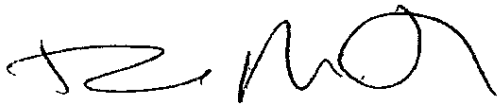
Ordinary Resolution

That the directors of the company be and are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the company to allot or grant rights to subscribe for or to convert any security into:

1.1 any A ordinary shares of £0.10 each in the company up to a maximum nominal amount of £16.90,

having the rights set out the Company's articles of association providing that this authority shall, unless renewed, varied or revoked by the company, expire on 9 July 2024 save 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 and the directors may allot shares (or grant rights) in pursuance of such offer or agreement as if the authority conferred in this resolution had not expired.

Dated 11/07/2019



Daniel Norris-Jones

