

Company number 05616345

ORDINARY AND SPECIAL RESOLUTIONS

OF

MICRIMA LIMITED (Company)

Passed on 30 March 2021.

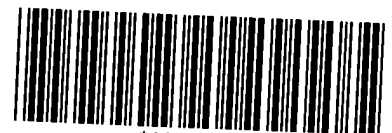
The following resolutions were duly passed as ordinary and as special resolutions by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006.

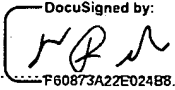
ORDINARY RESOLUTIONS

1. THAT the Directors are generally and unconditionally authorised for the purposes of section 551(1) CA 2006 to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £16,400, provided that (unless previously revoked, varied or renewed by the Company) this authority shall expire on the fifth anniversary of the Circulation Date 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 subscribe for or convert securities into shares to be granted, after its expiry and the Directors may allot shares or grant rights to subscribe for or convert securities into shares pursuant to such offers or agreements notwithstanding that the authority conferred by this resolution has expired.
2. THAT the Directors are generally and unconditionally authorised for the purposes of section 551(1) CA 2006 to exercise all the powers of the Company to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company up to an aggregate nominal amount of £4,500,000 in connection with the future conversion of debt to shares pursuant to a convertible loan agreement to be made between (1) the Company (2) the Future Fund and (3) certain other existing shareholders in the Company and new investors, provided that (unless previously revoked, varied or renewed by the Company) this authority shall expire on the fifth anniversary of the Circulation Date 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 subscribe for or convert securities into shares to be granted, after its expiry and the Directors may allot shares or grant rights to subscribe for or convert securities into shares pursuant to such offers or agreements notwithstanding that the authority conferred by this resolution has expired.

SPECIAL RESOLUTIONS

3. THAT in accordance with articles 5 of the Company's articles of association (the **Existing Articles**) the directors are given the power to issue or convert any security into shares made pursuant to the authority conferred by resolutions 1 and 2 above as if the pre-emption rights contained in article 5 of the Existing Articles did not apply.
4. THAT, subject to the Company's forthcoming application for a Future Fund loan being successful, the articles of association attached to these written resolutions be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the Existing Articles.



Signed.....
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Nick Randall
Director