

I/WE CERTIFY THIS
DOCUMENT IS A TRUE
COPY OF THE ORIGINAL

Company number: 05740995

Walker Morris LLP

WALKER MORRIS LLP

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF
THERAGENETICS LIMITED (the Company)
26 July 2017 (Circulation Date)

THURSDAY



A04 27/07/2017 #7
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the Resolution below is passed as a special resolution.

SPECIAL RESOLUTION

THAT, with effect from the passing of this resolution the share premium account of the Company be and is reduced from £3,364,411 to £0.00.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement or not to the resolution.

	For	Against
RESOLUTION	<input checked="" type="checkbox"/>	<input type="checkbox"/>

The undersigned, a person entitled to vote on the resolution on the Circulation Date irrevocably agrees or disagrees to the resolution as indicated above.

Signed.....*T. Cadogan*.....

Dated 26 July 2017

For and on behalf of **Avacta Group Plc**

NOTES

- As required by section 642(2) of the Companies Act 2006, enclosed with this document is a copy of the solvency statement which has been signed by each of the directors of the Company, confirming that each of the directors has formed the opinion that as at the date of the solvency statement there was no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts; and that the Company will be able to pay (or otherwise discharge) its debts as they fall due during the year following the date of the statement.
- If you wish to vote in favour of the Resolution, please indicate your agreement, sign and date this document where indicated above and return it to the Company using one of the following methods:
 - by hand: delivering the signed document to Walker Morris LLP, Kings Court, 12 King Street, Leeds LS1 2HL marked for the attention of Adrian Moss;
 - by post: returning the signed document to Walker Morris LLP, Kings Court, 12 King Street, Leeds LS1 2HL marked for the attention of Adrian Moss; or
 - by email: by attaching a scanned copy of the signed document to an email and sending it to Adrian Moss of Walker Morris LLP, Kings Court, 12 King Street, Leeds LS1 2HL at adrian.moss@walkermorris.co.uk.

Step 1 – TL written resolution re share premium

If you do not agree with the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply.

- 3 Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
- 4 The Resolution is proposed as a special resolution which means that it will be passed if the Company receives before the date that is 14 days from the date of this written resolution (the **Lapse Date**) signified agreement from members representing 75 per cent or more of the total voting rights of eligible members of the Company.
- 5 Where, by the Lapse Date, insufficient agreement has been received for the Resolution to be passed, it will lapse. **If you agree to the Resolution, please ensure that your agreement reaches the Company by not later than 5pm on the date that is 13 days from the date of the Resolution.**
- 6 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 7 If you are signing this document on behalf of a person under a power of attorney or other authority please send a certified copy of the relevant power of attorney or authority when returning this document.