

COMPANY NUMBER: 05946812

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF

OXTOX LIMITED
("the Company")

WEDNESDAY



A25 13/01/2016 #425
COMPANIES HOUSE

On 8 January 2016, the following resolutions were passed as an ordinary and special resolutions (as indicated) pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (as amended) (the "Act")

ORDINARY RESOLUTION

- 1 **THAT**, in accordance with Section 551 of the Act, the directors of the Company ("**Directors**") be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**") up to an aggregate nominal amount of £58 25 provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of this resolution 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 notwithstanding that the authority conferred by this resolution has expired This authority is in addition for all previous authorities conferred on the Directors

SPECIAL RESOLUTIONS

- 2 **THAT**, subject to the passing of Resolution 1, and in accordance with section 570 of the Act, any and all rights of pre-emption to which the current shareholders of the Company may be entitled, howsoever entitled (including but not limited to under the terms of the articles of association of the Company adopted on 16 November 2012 (the "**Articles**"), the Act or otherwise) be and are hereby disapplied in respect of any allotment of shares made pursuant to Resolution 1 above
- 3 **THAT**, in accordance with Article 8 21 of the Articles, the following transfers of shares in the capital of the Company be and are hereby authorised and approved, free from any and all rights of pre-emption to which the current shareholders of the Company may be entitled, howsoever

pb

Transferor	Transferee	Number of Ordinary Shares	Number of E Ordinary Shares
John Parselle	Alcolizer Pty Ltd	-	160
Craig Banks	Alcolizer Pty Ltd	310,000	-
David Benello	Alcolizer Pty Ltd	125,000	-
John Brown	Alcolizer Pty Ltd	201,667	-
Ed Bullard	Alcolizer Pty Ltd	469,760	-
Richard Compton	Alcolizer Pty Ltd	296,667	-
IP2IPO Limited	Alcolizer Pty Ltd	5,275,809	-
IP2IPO Nominees Limited	Alcolizer Pty Ltd	156,079	-
NWF (Biomedical) LP	Alcolizer Pty Ltd	2,458,333	-
Oxford Technology 4 Venture Capital Trust Plc	Alcolizer Pty Ltd	848,495	-
Kenneth Oakley Pelton	Alcolizer Pty Ltd	150,000	-
Michael Geoffrey Penington	Alcolizer Pty Ltd	1,415,935	-
Rock (Nominees) Limited	Alcolizer Pty Ltd	1,617,620	-
The Chancellor, Masters and Scholars of the University of Oxford	Alcolizer Pty Ltd	1,040,858	-
Lady Audrey Wood	Alcolizer Pty Ltd	125,000	-
Sir Martin Wood	Alcolizer Pty Ltd	125,000	-
John Parselle	Alcolizer Pty Ltd	290,022	-
Total	-	14,906,245	160



Director