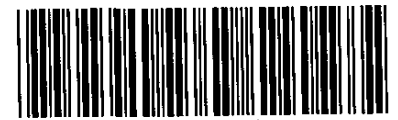


Company number: 06373341
PRIVATE COMPANY LIMITED BY SHARES

FRIDAY



A04 *A8WCZGIP* 10/01/2020 #173
COMPANIES HOUSE

WRITTEN RESOLUTION

of

IMAGEN THERAPEUTICS LIMITED (the "Company")

Circulation Date:

15 October

2019

It is proposed that pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the following resolutions are passed as special resolutions of the Company.

RESOLUTIONS

1. THAT, in accordance with section 551 of the CA 2006, the Directors be generally and unconditionally authorised to allot up to 4,344 ordinary shares of £0.01 in the capital of the Company at a subscription price per share of £63.30 up to a total aggregate nominal value of £43.44, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on six months after the date 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 and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this Resolution has expired.


This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares already made or offered or agreed to be made pursuant to such authorities.

2. THAT, subject to the passing of Resolution 1, and in accordance with section 570 of the CA 2006, the Directors be generally empowered to allot equity securities (as defined in section 560 of the CA 2006) pursuant to the authority conferred by Resolution 1, as if s561(1) of the CA 2006 did not apply to such allotment, provided that this power shall:

- (a) be limited to the allotment of equity securities detailed in Resolution 1; and
- (b) expire six months after the date of the resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may,

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

___Roderick Benson___	_____16/10/2019_____	
Print name	Date signed	Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Phillip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciamia

Andrew Sciamia

Michael Sciamia

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Lopian

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my electronic signature below, I hereby irrevocably agree to the resolutions.

Jonathan Engler

21 Oct 2019

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciama

Andrew Sciama

Michael Sciama

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Loplan

Jeremy Hart

Mike Risman

David Scoria

Company number: 06373341
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
IMAGEN THERAPEUTICS LIMITED (the "Company")

Circulation Date.

15 October

2019

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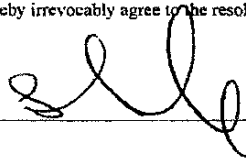
(a) be limited to the allotment of equity securities detailed in Resolution 1; and

(b) expire six months after the date of the resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

STUART FERSTER

15/10/19



Print name

Date signed

Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph


Martin Rawlings

Daniel Hodari

Philip Hodari

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

<u>FRANCIS GREIBACH</u>	<u>15/10/19</u>	<u></u>
Print name	Date signed	Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciamia

Andrew Sciamia

Michael Sciamia

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Lopian

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

David Henry
Print name

15/10/19
Date signed

[Signature]
Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciana

Andrew Sciana

Michael Sciana

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Lopian

Company number: 06373341
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
IMAGEN THERAPEUTICS LIMITED (the "Company")

Circulation Date: 15 October 2019

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By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

Charles Greibach

15 / 10 / 2019



Print name

Date signed

Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

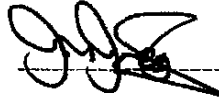
By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

JONATHAN JOSEPH

Print name

15/10/19

Date signed



Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciamia

Andrew Sciamia

Michael Sciamia

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Lopian

Company number: 06373341
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
IMAGEN THERAPEUTICS LIMITED (the "Company")

Circulation Date:

15 October

2019

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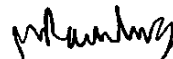
(a) be limited to the allotment of equity securities detailed in Resolution 1; and

(b) expire six months after the date of the resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

Martin Rawlings

15 / 10 / 2019



Print name

Date signed

Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my electronic signature below, I hereby irrevocably agree to the resolutions.

A handwritten signature in black ink, appearing to be 'S. Kent', written over a horizontal line.

17 October 2019

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciamia

Andrew Sciamia

Michael Sciamia

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Loplan

Jeremy Hart

Mike Risman

David Scoriah

Company number: 06373341
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
IMAGEN THERAPEUTICS LIMITED (the "Company")

Circulation Date

15 October

2019

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By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

Daniel Hodari 15.10.19.

Print name

Date signed

Signature


List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent
Roderick Benson
Lydia Engler
Jonathan Engler
Stuart Ferster
Francis Greibach

David Hudaly
Charles Greibach
Jonathan Joseph
Martin Rawlings
Daniel Hodari
Philip Hodari
Richard Goldstein

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

RICHARD GOLDSTEIN 15/10/19 

Print name

Date signed

Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Phillip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciamma

Andrew Sciamma

Michael Sciamma

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

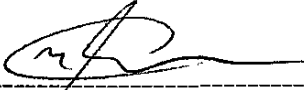
David Mark

Kimberley Mark

David Loplan

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

<u>Philip Russmeyer</u>	<u>15/10/2019</u>	<u></u>
Print name	Date signed	Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciama

Andrew Sciama

Michael Sciama

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Lopian

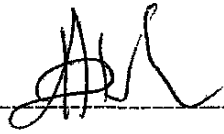
before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

DAVID MARK 15/10/2019

Print name

Date signed



Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciana

Andrew Sciana

Michael Sciana

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

→ **David Mark**

Kimberley Mark

David Lopian

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

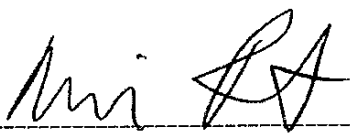
KIMBERLEY FUNDKE MARK. 16/10/2019 [Signature]
Print name Date signed Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent
Roderick Benson
Lydia Engler
Jonathan Engler
Stuart Ferster
Francis Greibach
David Hudaly
Charles Greibach
Jonathan Joseph
Martin Rawlings
Daniel Hodari
Philip Hodari
Richard Goldstein
Ronald Goldstein
Richard Sciamia
Andrew Sciamia
Michael Sciamia
Rodger Pannone
Marc Gordon
Philip Russmeyer
Maurice Miller
David Mark
Kimberley Mark
David Lopian

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

NEIL ROTHERHAM	15/10/2019	
Print name	Date signed	Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciana

Andrew Sciana

Michael Sciana

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Lopian

Company number: 06373341
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
of
IMAGEN THERAPEUTICS LIMITED (the "Company")

Circulation Date:

15 October

2019

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By entering my electronic signature below, I hereby irrevocably agree to the resolutions.



Gareth Griffiths

18 / 10 / 2019

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent


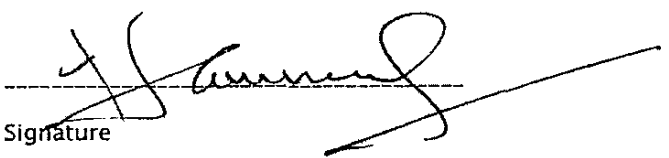
Roderick Benson

Lydia Engler

Jonathan Engler

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

 Jonathan Hammond 15.10.19 
Print name Date signed Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciamia

Andrew Sciamia

Michael Sciamia

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Lopian

Company number: 06373341
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION
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By entering my electronic signature below, I hereby irrevocably agree to the resolutions.



On behalf of Noma Holding II AS

16 / 10 / 2019

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

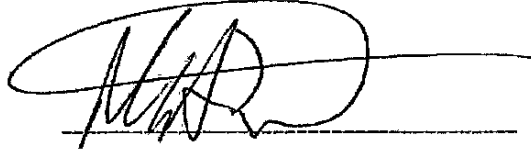
Jonathan Engler

before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry.

By entering my signature below (either by hand or electronically), I hereby irrevocably agree to the resolutions.

Mark Adlesone

17-10-19.



Print name

Date signed

Signature

List of all the persons eligible to vote on the above resolutions on the circulation date:

Steven William James Kent

Roderick Benson

Lydia Engler

Jonathan Engler

Stuart Ferster

Francis Greibach

David Hudaly

Charles Greibach

Jonathan Joseph

Martin Rawlings

Daniel Hodari

Philip Hodari

Richard Goldstein

Ronald Goldstein

Richard Sciamia

Andrew Sciamia

Michael Sciamia

Rodger Pannone

Marc Gordon

Philip Russmeyer

Maurice Miller

David Mark

Kimberley Mark

David Lopian

1. Please sign and date this document using the link to the electronic signature portal provided to you. You may also sign and date a printed copy where indicated and return a scanned copy to the Company using the email address shareholder.services@imagenthereapeutics.com. If there are no resolutions you agree with, you do not need to do anything; you will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to a resolution, you may not revoke your agreement.
3. Where, by 28 days after the Circulation Date, insufficient agreement has been received for a resolution to pass, such resolution will lapse. If you agree to all or any of the resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.
5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.