

Company number: 06373341

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

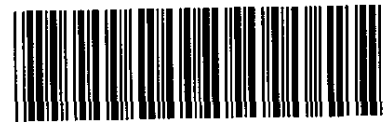
of

IMAGEN THERAPEUTICS LIMITED (the "Company")

Circulation Date: 9 January

2020

FRIDAY



A11 \*A909FERG\* 06/03/2020 #216  
COMPANIES HOUSE

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 34,756 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 £347.56, 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.

#### Agreement

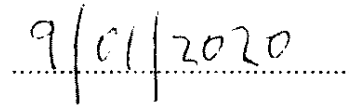
Please read the notes at the end of this document before signifying your agreement to the resolutions.

The undersigned, being all the persons eligible to vote on the above resolutions on the circulation date hereby irrevocably agree to those resolutions.

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Steven William James Kent



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Date



Roderick Benson

Date

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Lydia Engler

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Date

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Jonathan Engler

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Date

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Stuart Ferster

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Date

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Francis Greibach

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David Hudaly

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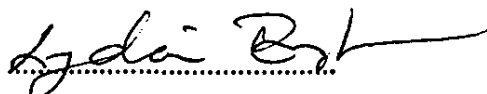
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Roderick Benson

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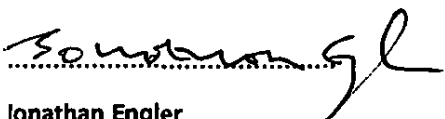
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Lydia Engler

..... 24/1/2020 .....

Date



Jonathan Engler

..... 24/1/2020 .....

Date

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Stuart Ferster

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Date

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Francis Greibach

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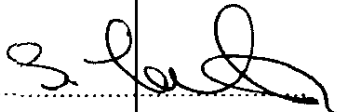
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..... Lydia Engler	..... Date
..... Jonathan Engler	..... Date
..... Stuart Ferster	..... Date
.....  Francis Greibach	..... 9 <sup>th</sup> January 2020 Date
..... David Hudaly	..... Date
..... Charles Greibach	..... Date

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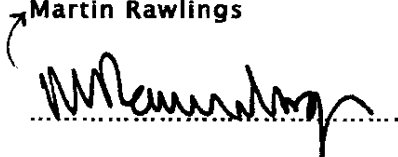
  
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Charles Greibach Date

24/1/2020

Jonathan Joseph

Date

Martin Rawlings



24 / 1 / 2020

Date

Daniel Hodari

Date

Philip Hodari

Date

Richard Goldstein

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Ronald Goldstein

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Richard Sciamia

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Andrew Sciamia

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Michael Sciamia

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Rodger Pannone

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Marc Gordon

Date



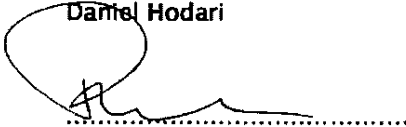
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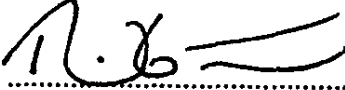
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10-01-2020

Richard Goldstein

Date



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Rodger Pannone

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Marc Gordon

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