

Company number 06475379

SHAREHOLDER RESOLUTIONS

OF

ABINGDON HEALTH PLC (Company)

At a general meeting of the Company duly convened and held at the offices of Abingdon Health plc, York Biotech Campus, Sand Hutton, York, England, YO41 1LZ on 20 December 2021 at 10:30 a.m., the following resolutions were passed as an ordinary resolution and a special resolution:

Ordinary Resolution

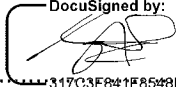
1. THAT in accordance with section 551 of the Act and article 7 of the Articles, the Directors be and they are hereby generally and unconditionally authorised to exercise all powers of the Company to allot shares in the Company, and grant rights to subscribe for or to convert any security into shares in the Company, up to an aggregate nominal value of £5,303.76125 in connection with the proposed Fundraising, provided that:
 - a. unless previously renewed, revoked, varied or extended, this authority shall expire on the date which is three months after the date of passing of this Resolution; and
 - b. the Directors may, before this authority expires, make an offer or agreement which would or might require shares to be allotted or rights to be granted after it expires and the Directors may allot shares or grant rights in pursuance of such offer or agreement as if this authority had not expired.

This authority shall be in addition to any and all existing authorities conferred upon the Directors pursuant to section 551 of the Act which shall continue in full force and effect.

Special Resolution

2. THAT, conditional upon the passing of Resolution 1 above (and in addition to all existing unexercised powers of the Directors under sections 570 and 571 of the Act, which shall continue in full force and effect), the Directors be and are hereby empowered pursuant to section 570 of the Act and article 8 of the Articles to allot equity securities (as defined in section 560 of the Act) for cash pursuant to the authority conferred on them by Resolution 1 above and in connection with the Fundraising as if section 561 of the Act did not apply to such allotment, provided that:
 - a. unless previously renewed, revoked, varied or extended, such power shall expire on the date which is three months after the date of passing of this Resolution; and
 - b. the Company may, before this power expires, make an offer or agreement which would or might require equity securities to be allotted after it expires and the Directors may

allot equity securities in pursuance of such offer or agreement as if this power had not expired.

Signed  DocuSigned by:
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Scott Page
Company Secretary