

Company Number 07919560
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

SKIN ANALYTICS LTD
(the "Company")

Circulation Date: 30 November 2020.

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolutions be passed as special and ordinary resolutions, respectively (the "**Resolutions**", each a "**Resolution**").

SPECIAL RESOLUTIONS

1. **THAT** the members of the Company hereby ratify the allotment and issue on 6 February 2016 of (i) A ordinary shares of £0.0000001 each ("**A Shares**") up to an aggregate nominal value of £0.12 and (ii) B investment shares of £0.0000001 each ("**B Shares**") up to an aggregate nominal value of £0.04, being the allotment and issue of the shares set out in the table in the Schedule to these Resolutions (together the "**Allotments**") to the extent that the Allotments amounted to an act exceeding any limitation on the directors' powers in the Company's constitution or otherwise amounted to negligence, default, breach of duty or breach of trust in relation to the Company, such that the Allotments be affirmed and adopted by the Company and all claims the Company may have against the directors by reason of such conduct be released.
2. **THAT** the members of the Company hereby ratify every distribution made by the Company in respect of the shares that were the subject of the Allotments from (and including) 6 February 2016 to the date of this Resolution.

ORDINARY RESOLUTION

3. **THAT:**
 - 3.1. all claims the Company may have against the directors by reason of the Allotments, including (without limitation) for exceeding any limitation on their powers in the Company's constitution or otherwise for negligence, default, breach of duty or breach of trust by them in relation to the Company, be released; and
 - 3.2. each of the directors shall be entitled for quorum and voting purposes to participate in the decision-making process of the directors in relation to such release notwithstanding that the director may have an interest in it, and any restriction contained in the company's articles of association be relaxed to that extent.

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

We, the undersigned, were at the time the Resolutions were circulated entitled to vote on the Resolutions and irrevocably agree to the Resolutions.

UK-646644269.1

1



SCHEDULE

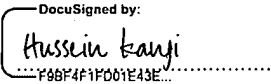
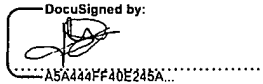
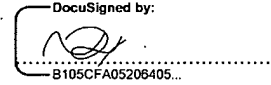
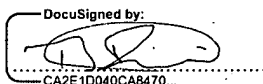
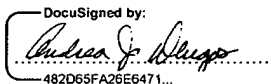
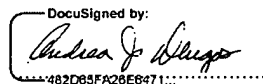
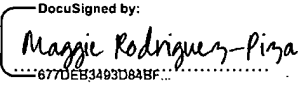
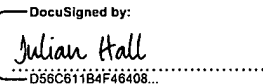
Name of allottee	Class of shares allotted	Number of shares allotted
Juan Pane Arregui	A Shares	204,601
LCIF LLP	A Shares	409,201
ECRIN Investments Limited	A Shares	102,301
John Taysom	A Shares	51,151
Simon Galvin	A Shares	49,105
Paul Cooney	A Shares	40,921
Moshe Sladov	A Shares	40,921
Oliver Deutschmann	A Shares	25,289
Alan Brooke	A Shares	20,461
Bernard Caplan	A Shares	20,461
Vincent Charles-Gervais	A Shares	20,461
Noemie De Rozieres	A Shares	20,461
Russel D'Souza	A Shares	20,461
Colin Inch	A Shares	20,461
Jacqueline Inch	A Shares	20,461
Susan Milne	A Shares	20,461
Jesper Poulsen	A Shares	20,461
Adrian Brink	B Shares	16,369
Kerry Channing	B Shares	12,277
Francoise Delattre	B Shares	12,277
Stephen Dooley	B Shares	12,277
Robert Maas	B Shares	12,277
Patrick Medley	B Shares	12,277
Silvio Oliviero	B Shares	12,277
Tony Robinson	B Shares	12,277
Adam Smith	B Shares	12,277
Adam Sturdy	B Shares	12,277
Jonathan Underwood	B Shares	12,277
Jaume Fornos	B Shares	8,185
Leo Hayden	B Shares	8,185
Dewar Macleod	B Shares	8,185
David Cooper	B Shares	6,548
Christopher Fieldsend	B Shares	6,139
William Allan	B Shares	4,093
Thomas Beardmore	B Shares	4,093
Richard Bulkeley	B Shares	4,093
Phil Eckersley	B Shares	4,093
Nicholas Geatches	B Shares	4,093
Ilya German	B Shares	4,093
Slavo Kysel	B Shares	4,093
Luigi Marchiorello Dal Corno	B Shares	4,093
Steven Medler	B Shares	4,093

Richard Patton	B Shares	4,093
Dominic Rayner	B Shares	4,093
Manfred Schlett	B Shares	4,093
Niall Thorburn	B Shares	4,093
Oscar Valencia	B Shares	4,093
Pat Barratt	B Shares	3,070
Christopher Dalziel	B Shares	3,070
Denziel Hoffland	B Shares	3,070
Anna Thomlinson	B Shares	3,070
Luke Simpson	B Shares	2,456
Andrew Burns	B Shares	2,047
Thomas Ehmer	B Shares	2,047
Jonathan Green	B Shares	2,047
Manish Gupta	B Shares	2,047
Mark Hart	B Shares	2,047
Michael Husemann	B Shares	2,047
Kingsley Kemish	B Shares	2,047
Timothy Laurence	B Shares	2,047
Benjamin Lawman	B Shares	2,047
Andreas Meissner	B Shares	2,047
Pranav Sharman	B Shares	2,047
Charles-Haward Soper	B Shares	2,047
Andrew Turner	B Shares	2,047
Benjamin Hansbro	B Shares	1,637
Bilen Ahmet	B Shares	1,228
Violette Grigorian	B Shares	1,228
Ankur Gupta	B Shares	1,228
Ana Isabel Heyn Rinconada	B Shares	1,228
Simon Kiong-Por Lee	B Shares	1,228
Matthew Pearson	B Shares	1,228
Andrew Short	B Shares	1,228
Nigel Taylor	B Shares	1,228
Edward Anderson	B Shares	1,024
Clive Freedman	B Shares	1,024
Yaw Leng Goh	B Shares	942
Renzo Desbordes	B Shares	819
Derek Dyson	B Shares	819
David Jolly	B Shares	819
Adam Keable	B Shares	819
Harish Vora	B Shares	819
Lee Walton	B Shares	819
David Wennington	B Shares	819
Ashley Cahill	B Shares	614
Ivan Matylitski	B Shares	614
Aleksandrs Timofejevs	B Shares	614
Eldar Abbasov	B Shares	410
David Abraham	B Shares	410


Adekoya Nurudeen	B Shares	410
Ravishankar Anantharamu	B Shares	410
Paul Ashley	B Shares	410
Jonathan Barnett	B Shares	410
Jun-Dai Bates-Kobashigawa	B Shares	410
Saul Gerrard Beenstock	B Shares	410
Hugh Bennett	B Shares	410
Leslie Campbell	B Shares	410
Irina Chew	B Shares	410
James Day	B Shares	410
Nadja Eklov	B Shares	410
Mark Firman	B Shares	410
Paula Fraser	B Shares	410
Edward Fry	B Shares	410
Miguel Gil Garcia	B Shares	410
James Gregory	B Shares	410
Manar Hussain	B Shares	410
David Johansson	B Shares	410
Ayesha Karim	B Shares	410
Adam Lawrence	B Shares	410
Ian Leppert	B Shares	410
Colin Mackie	B Shares	410
Simone Natali Tanci	B Shares	410
Stuart Nicol	B Shares	410
Stephen Parnwell	B Shares	410
Hiren Patel	B Shares	410
Jana Sedlakova	B Shares	410
Christian Stoian	B Shares	410
Chaim Tunk	B Shares	410
Martyn Wood	B Shares	410
Stefan Fuhrmann	B Shares	246
Richard Harvey	B Shares	246
Ivan Hoo	B Shares	246
Rory Anderson	B Shares	205
Jaizki Arteagabeitia Perea	B Shares	205
Daniel Cauchi	B Shares	205
Chen Piing	B Shares	205
Tracy Cole	B Shares	205
Matthew Cooper	B Shares	205
Vijay Damle	B Shares	205
Matt Fenby Taylor	B Shares	205
Judith Fitzgerald	B Shares	205
Nicholas Gethins	B Shares	205
Daniele Gnagnarella	B Shares	205
Stuart Hillston	B Shares	205
Sarah Homer	B Shares	205
Mo Karim	B Shares	205

Michele Kelly	B Shares	205
Laszlo Koczian	B Shares	205
Jose Marques	B Shares	205
Andrew Pratt	B Shares	205
Hasnat Rashid	B Shares	205
Ben Sayers	B Shares	205
Barry Shrier	B Shares	205
Chris Stott	B Shares	205
Andrey Zabulonov	B Shares	205
Syed Zafarullah	B Shares	205
Luis Fernandes	B Shares	164
Jose Eduardo Sto Domingo	B Shares	164
Elyse Vose	B Shares	164
Zakariya Abu Shaaban	B Shares	123
Sikiru Ajibola Balogun	B Shares	123
William De Turberville	B Shares	123
Lolita Jugovac	B Shares	123
Paul Valentin Mihalache	B Shares	123
Paul Orr	B Shares	123
Maina Wagiciengo	B Shares	123
Danielle Siew Wai Yee	B Shares	123
Elizabeth Akinyemi	B Shares	82
Alexander Chepurenkov	B Shares	82
Ivan Demyanov	B Shares	82
Thomas Drapier	B Shares	82
Ross Evans	B Shares	82
Michael Geering	B Shares	82
Miles William Griffiths	B Shares	82
Daniel Guyler	B Shares	82
Petra Hall	B Shares	82
Fernando Moreira	B Shares	82
Quresh Mukadam	B Shares	82
Andrey Novikov	B Shares	82
Richard Payne	B Shares	82
Helen Picken	B Shares	82
Gary Thompson	B Shares	82
Moyshe Tunk	B Shares	82
Arif Begum	B Shares	41
O'Cheng Bloomfield	B Shares	41
Anthony Dinsdale	B Shares	41
Christopher During	B Shares	41
Nans Fichet	B Shares	41
Benjamin Friedman	B Shares	41
Vardan Ghulyan	B Shares	41
Gilbert Drummond	B Shares	41
Philip Granger-Quinn	B Shares	41
Gwladys Hall	B Shares	41

Anton Izotau	B Shares	41
James Jaulimsing	B Shares	41
Nikolas Kyriazides	B Shares	41
Paige Law	B Shares	41
Crowdcube Limited	B Shares	41
Ian Longhurst	B Shares	41
Jamie Loughnane	B Shares	41
Soffia Marlin	B Shares	41
George Savvas Marneros	B Shares	41
Ray Mckennon	B Shares	41
Tom Montgomery	B Shares	41
Patel Ghansham	B Shares	41
Steven Purvis	B Shares	41
Helen Reynolds	B Shares	41
Vincente Robertson	B Shares	41
Guido Schlegel	B Shares	41
Stephen Soden	B Shares	41
Kathie Treen	B Shares	82
Stephen Turnbull	B Shares	41
Kim Turner	B Shares	41
Lorraine Young	B Shares	41
Neil Daly	B Shares	82
Andrew Fiddy	B Shares	1024

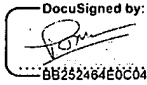
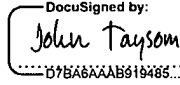
Signed		Signed	
Name/entity name	Hoxton Ventures II, L.P.	Name/entity name	Algarrobo Investments S.L.
Date	30/11/2020	Date	30/11/2020
Signed		Signed	
Name/entity name	Neil Daly	Name/entity name	Nesta Partners Limited
Date	30/11/2020	Date	
Signed		Signed	
Name/entity name	MNL Nominees Limited	Name/entity name	Trevor Fenwick
Date		Date	3/12/2020
Signed		Signed	
Name/entity name	WIP-Skin Analytics II LLC	Name/entity name	WIP – Skin Analytics LLC
Date	4/12/2020	Date	4/12/2020
Signed		Signed	
Name/entity name	LCIF LLP	Name/entity name	TP Nominees Limited
Date	1/12/2020	Date	
Signed		Signed	
Name/entity name	Crista Galli Ventures Limited	Name/entity name	Julian Hall
Date		Date	30/11/2020
Signed		Signed	
Name/entity name	N6 S.a.r.l.	Name/entity name	Ecrin Investments Ltd
Date		Date	

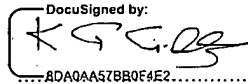
Signed	Signed
Name/entity name Hoxton Ventures II, L.P.	Name/entity name Algarrobo Investments S.L.
Date	Date
Signed	Signed
Name/entity name Neil Daly	Name/entity name Nesta Partners Limited
Date	Date 9/12/2020
Signed	Signed
Name/entity name MNL Nominees Limited	Name/entity name Trevor Fenwick
Date	Date
Signed	Signed
Name/entity name WIP-Skin Analytics II LLC	Name/entity name WIP – Skin Analytics LLC
Date	Date
Signed	Signed
Name/entity name LCIF LLP	Name/entity name TP Nominees Limited
Date	Date
Signed	Signed
Name/entity name Crista Galli Ventures Limited	Name/entity name Julian Hall
Date	Date
Signed	Signed
Name/entity name N6 S.a.r.l.	Name/entity name Ecrin Investments Ltd
Date	Date

DocuSigned by:

 A0B829GC18294GA...

Signed	.....	Signed	.....
Name/entity name	Michael Buchen	Name/entity name	Florian Kreuzer
Date	.....	Date	.....

Signed	.....	Signed	.....
Name/entity name	Ben Dimson	Name/entity name	Henry Carleton
Date	.....	Date	.....

Signed	.....	Signed	.....
Name/entity name	Bethnal Green Ventures LLP	Name/entity name	John Taysom
Date	1/12/2020	Date	30/11/2020


Signed	.....	Signed	.....
Name/entity name	Maria Sheytanova	Name/entity name	Keith Gibbs
Date	.....	Date	30/11/2020

Signed	.....	Signed	.....
Name/entity name	.....	Name/entity name	.....
Date	.....	Date	.....

Signed	.....	Signed	.....
Name/entity name	.....	Name/entity name	.....
Date	.....	Date	.....

Signed	.....	Signed	.....
Name/entity name	.....	Name/entity name	.....
Date	.....	Date	.....

Signed

DocuSigned by:

 AB3C7F30A27D449...

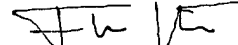
Name/entity name

Michael Buchen

Date

9/12/2020

Signed

DocuSigned by:

 77F8C92CD7T344F...

Name/entity name

Florian Kreuzer

Date

9/12/2020

Signed

Name/entity name

Ben Dimson

Date

Signed

Name/entity name

Henry Carleton

Date

Signed

Name/entity name Bethnal Green Ventures LLP

Date

Signed

Name/entity name

John Taysom

Date

Signed

Name/entity name

Maria Sheytanova

Date

Signed

Name/entity name

Keith Gibbs

Date

Signed

Name/entity name

Date

Signed

Name/entity name

Date

Signed

Name/entity name

Date

Signed

Name/entity name

Date

Signed

Name/entity name

Date

Signed

Name/entity name

Date

Signed	.....	Signed	.....
Name/entity name	.....	Name/entity name	.....
Date	.....	Date	.....

EXPLANATORY NOTES FOR SHAREHOLDERS:

1. If you agree to the Resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company by using one of the following methods:
 - **By DocuSign:** by electronically signing this document.
 - **BY HAND:** by delivering the signed copy to The Directors, Skin Analytics Ltd, Pem, Salisbury House, 2-3 Salisbury Villas, Cambridge, England CB1 2LA.
 - **BY POST:** by returning the signed copy by post to The Directors, Skin Analytics Ltd, Pem, Salisbury House, 2-3 Salisbury Villas, Cambridge, England CB1 2LA.
 - **By EMAIL:** by printing, signing and scanning a copy of this document and emailing it to Finance@skinanalytics.co.uk

If you do not agree to the above resolutions, you do not need to do anything.

2. Once you have signified your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by the date falling 28 days after the date on which the Resolutions are circulated, sufficient agreement has been received for the Resolutions to be passed, they will lapse. If you agree to the Resolutions, please ensure that signification of your agreement reaches us before or on this date.
4. Sufficient agreement will have been reached to pass an ordinary resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing more than 50% of the total voting rights of eligible members signify their agreement to it. Sufficient agreement will have been reached to pass a special resolution if eligible members (i.e. members who were entitled to vote at the time the resolution was circulated) representing 75% or more of the total voting rights of eligible members signify their agreement to it. If you hold shares in the Company on behalf of more than one person and wish to agree to the Resolutions in respect of some but not all of the shares, it is important that, when signifying your agreement, you also state in writing the number of shares in respect of which you are signifying your agreement.