

Company number 08665244

PRIVATE COMPANY LIMITED BY SHARES

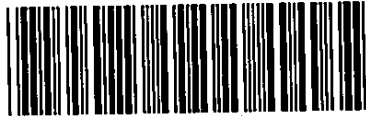
WRITTEN RESOLUTIONS

of

ALDERLEY ANALYTICAL LIMITED

("Company")

22 July 2015



A4CDF3J6

A23 25/07/2015 #341
COMPANIES HOUSE

We hereby certify that this is a true copy of the original

Slater Heelis LLP
86 Deansgate
Manchester
M3 2ER
0161 836 3681

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions are passed as ordinary resolutions and a special resolution as set out below ("**Resolutions**")

ORDINARY RESOLUTIONS

- 1 THAT, the 1000 ordinary shares of £1 00 each in the issued share capital of the Company be sub-divided into 100,000 ordinary shares of £0 01 each, such shares having the same rights and being subject to the restrictions as set out in the Company's articles of association for the time being
- 2 THAT, in accordance with section 551 of the Companies Act 2006 ("**Act**"), the directors be 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 £133 35 each having the respective rights and subject to the respective restrictions set out in the articles of association of the Company Unless renewed, varied or revoked by the Company, this authority shall expire on the day before the fifth anniversary of the passing 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

SPECIAL RESOLUTION

- 3 THAT, in accordance with section 571 of the Act and subject to the passing of resolution 2 above, the directors of the Company be given the general and unconditional authority to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 2, as if section 561(1) of the Act did not apply, provided that this power shall
 - 3 1 be limited to the allotment of equity securities up to an aggregate nominal amount of £133 35, and
 - 3 2 expire on the day before the fifth anniversary of the passing of this 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 and the directors may allot equity securities in pursuance of such offer or agreement notwithstanding that the power conferred by the resolution has expired

AGREEMENT

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

The undersigned, a person entitled to vote on the Resolutions on

22 July 2015, hereby irrevocably agrees to the Resolutions

Signed by **Elizabeth Thomas**

Date 22 July 2015



Signed by **Sally Hannam**

Date 22 July 2015



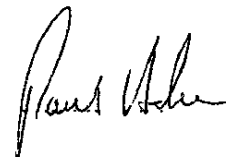
Signed by **Claire Ayre**

Date 22 July 2015



Signed by **Paul Holme**

Date 22 July 2015



NOTES

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning the signed version either by hand or by post for the attention of Rhian Owen, Slater Heelis LLP, 86 Deansgate, Manchester M3 2ER. You may not return the Resolutions to the Company by any other method. If you do not agree to the Resolutions, 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 the Resolutions, you may not revoke your agreement.
- 3 Unless, within 28 days of the circulation date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.