

Company number: 08840579

PUBLIC LIMITED COMPANY

RESOLUTIONS

of

4D PHARMA PLC

(the "Company")

(passed on 16 January 2023)

At the General Meeting of the Company held at the offices of Pinsent Masons LLP at 1 Park Row, Leeds LS1 5AB, at 9.00 a.m. on 16 January 2023, the following resolutions were passed, of which the resolution numbered 1 was passed as an ordinary resolution and the resolution numbered 2 was passed as a special resolution.

ORDINARY RESOLUTION

1. THAT the Directors are authorised for the purpose of s551 Companies Act 2006 to exercise all powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any security into shares in the Company up to a maximum aggregate nominal amount of £3,417,723.91 in connection with the conversion of the Loan and Subordinated Loan and the allotment of Ordinary Shares, Pre-Payment Warrants and Ordinary Warrants pursuant to the Subscription Agreement, the Pre-Payment Warrant Instrument and the Ordinary Warrant Instrument (as such terms are defined in the circular to shareholders dated 30 December 2022 (the "Fundraising")).

This authority shall expire (unless previously renewed, varied or revoked) on the fifth anniversary of the passing of this resolution but so that the Company may make offers and enter into agreements before that expiry which would, or might, require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after that expiry and the Directors may allot shares, or grant rights to subscribe for or to convert any security into shares, pursuant to any of those offers or agreements as if this authority had not expired.

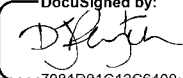
This authority is in addition to any authority previously conferred on the directors under s551 Companies Act 2006.

SPECIAL RESOLUTION

2. THAT, subject to the passing of Resolution 1, the Directors are empowered pursuant to s571(1) Companies Act 2006 to allot equity securities (as defined in s560 Companies Act 2006) for cash pursuant to the authority conferred on them by Resolution 1 as if s561(1) Companies Act 2006 did not apply to that allotment. This power:
 - a. shall be limited to the allotment of equity securities up to a maximum aggregate nominal value of £3,417,723.91 pursuant to the conversion of the Loan and the Subordinated Loan and the allotment of Ordinary Shares, Pre-Payment Warrants and Ordinary Warrants pursuant to the Subscription Agreement, the Pre-Payment Warrant Instrument and the Ordinary Warrant Instrument (as such terms are defined in the circular to shareholders dated 30 December 2022); and
 - b. expires (unless previously renewed, varied or revoked) on the fifth anniversary of the passing of this resolution but so that the Company may make offers and enter into agreements before that expiry which would, or might, require equity securities

to be allotted after that expiry and the Directors may allot equity securities pursuant to any of those offers or agreements as if this power had not expired.

For the purposes of this resolution, references to the allotment of equity securities shall be interpreted in accordance with s560 of the Companies Act 2006.

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Director