

Company number: 08918146

THE COMPANIES ACT 2006
PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

- of -

ICENI DIAGNOSTICS LIMITED

(the "Company")

Pursuant to section 288 of the Companies Act 2006 (the "2006 Act")

passed on *17th December* 2015
17 December 2015 (the "Circulation Date")

Pursuant to chapter 2 of part 13 of the 2006 Act, the directors of the Company propose that the resolutions below numbered 1 and 2 are hereby passed as ordinary resolutions and the resolution below numbered 3 is hereby passed as a special resolution (together, the "Resolutions")

ORDINARY RESOLUTIONS

		FOR	AGAINST
1	THAT each of the ordinary shares of one pound (£1 00) each in the capital of the Company be and hereby sub-divided into 10,000 shares of one tenth of a penny (£0 001) each in the capital of the Company, each such share having the same rights as it held prior to such sub-division	X	
2	THAT , subject to the passing of resolution 1 above the directors be generally and unconditionally authorised for the purposes of section 551 of the 2006 Act to exercise all of the powers of the Company to allot up to 1,110 ordinary shares in the Company having an aggregate nominal value of £1 10, provided that 2 1 the authority granted under this resolution shall expire five years after the passing of this resolution, and 2 2 the Company may, before such expiry under paragraph 2 1 above of this resolution, make an offer or agreement which would require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after such expiry and the directors may allot such shares or grant such rights (as the case may be) in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired	X	

SATURDAY



A4MLC30X

A11

19/12/2015

#375

COMPANIES HOUSE

	This authority is in substitution for all subsisting authorities to allot shares in the Company to the extent unused		
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SPECIAL RESOLUTION

		FOR	AGAINST
3	THAT subject to the passing of resolution 2 above, all and any rights of pre-emption arising under the articles of association of the Company, the 2006 Act or otherwise, be and hereby are waived in respect of the allotment and issue of up to 1,110 ordinary shares of £0 001 each in the capital of the Company	X	

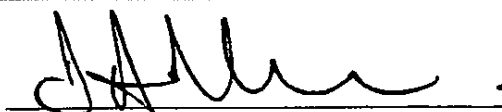
AGREEMENT

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

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions where "X" is marked in the "For" box above

Note: To "vote" for the Resolutions you must sign AND mark "X" in the "For" box for the Resolutions above.

Signed



Name David Russell

(PRINT NAME)

For and on behalf of _____

(COMPLETE IF MEMBER IS A COMPANY)

Date 17-12-2015

	This authority is in substitution for all subsisting authorities to allot shares in the Company to the extent unused		
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SPECIAL RESOLUTION

		FOR	AGAINST
3	THAT subject to the passing of resolution 2 above, all and any rights of pre-emption arising under the articles of association of the Company, the 2006 Act or otherwise, be and hereby are waived in respect of the allotment and issue of up to 1,110 ordinary shares of £0 001 each in the capital of the Company	X	

AGREEMENT

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The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions where "X" is marked in the "For" box above

Note: To "vote" for the Resolutions you must sign AND mark "X" in the "For" box for the Resolutions above.

R A Field

Signed _____

Name ROBERT A FIELD

(PRINT NAME)

For and on behalf of _____

(COMPLETE IF MEMBER IS A COMPANY)

Date 17 DECEMBER 2015