

COMPANIES ACT 2006
PUBLIC COMPANY LIMITED BY SHARES
RESOLUTIONS
OF
OXFORD SCIENCES INNOVATION PLC
(THE "COMPANY")

At the Annual General Meeting of the Company duly convened and held at King Charles House, Park End Street, Oxford, OX1 1JD on 7 June 2017 at 2.00 p.m., the following resolutions were duly passed, with resolution 4 being passed as an ordinary resolution and resolution 5 being passed as a special resolution:-

ORDINARY RESOLUTION


4. That, in substitution for all like such authorities granted by the Company in general meeting, the directors of the Company be and are hereby generally and unconditionally authorised for the purpose of the Companies Act 2006 (the "Act") to exercise all powers of the Company to allot shares in the Company or grant rights to subscribe for, or convert any security into, shares in the Company up to an aggregate nominal amount of £1,903,530, provided that this authority shall expire at the conclusion of the Annual General Meeting of the Company to be held in 2018, 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, after such expiry and the board may allot shares or grant rights in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTION

5. That, subject to the passing of Resolution 4 and in substitution for any like such authority granted by the Company in general meeting, the directors of the Company be and are hereby empowered pursuant to section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) for cash pursuant to the authority conferred by resolution 4 as if sub-section 561(1) of the Act did not apply to any such allotment provided that this power shall be limited to the allotment:
- (a) of equity securities in connection with a rights issue in favour of ordinary shareholders where the equity securities respectively attributable to the interests of all ordinary shareholders are proportionate (as nearly as may be) to the respective number of ordinary shares held by them provided that the board may make such arrangements or exclusions as it considers necessary or expedient in respect of fractional entitlements or any legal or practical problems arising in any overseas territory or the requirements of any regulatory body or stock exchange; and
 - (b) (otherwise than pursuant to paragraph (a) above), of equity securities up to an aggregate nominal amount of £285,530



and shall expire at the conclusion of the next Annual General Meeting of the Company to be held in 2018, 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 board may allot equity securities in pursuant of such an offer or agreement as if the power conferred hereby had not expired.


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Chairman

7 June 2017