

Company Number: 10005270

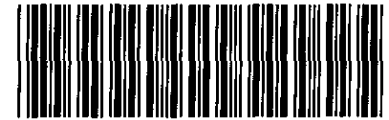
THE COMPANIES ACT 2006
PRIVATE COMPANY
LIMITED BY SHARES
WRITTEN RESOLUTIONS
OF
BIVICTRIX THERAPEUTICS LIMITED
("Company")

Passed: 15th March 2019

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

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WEDNESDAY



A12 *A85IYX94* 15/05/2019 #52
COMPANIES HOUSE

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("Act"), the following resolutions were passed as ordinary or special resolutions:

Ordinary Resolution

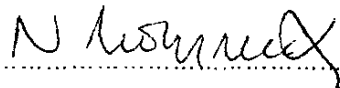
1. THAT the Directors are generally and unconditionally authorised in accordance with section 551 of the Act to exercise all the powers of the Company to allot shares in the Company and/or grant rights to subscribe for, or to convert any security into, any shares in the Company ("**Rights**") up to an aggregate nominal amount of £151.52 in respect of the allotment and issue of up to 15,152 ordinary shares of £0.01 each in the capital of the Company at a price per share of at least £33.00, provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date 5 years from the date of this resolution, save that in accordance with section 551(7) of the Act, the Company may before the expiry of such period make an offer or agreement which would or might require such shares to be allotted or such Rights to be granted after such expiry and the Directors may allot such shares or grant such Rights pursuant to such offer or agreement as if this authority had not expired.

Special Resolutions

2. THAT, subject to the passing of resolution 1 and in accordance with section 570 of the Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Act) pursuant to the authority conferred by resolution 1, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall:
 - 2.1 be limited to the allotment of equity securities up to an aggregate nominal amount of £151.52; and
 - 2.2 expire on the date which is 5 years from the date 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 any such offer or agreement notwithstanding that the power conferred by this resolution has expired.

3. THAT any pre-emption rights, whether contained in the articles of association dated 21 December 2017 or otherwise, be hereby waived and dis-applied in respect of the allotment of shares or the grant of Rights of up to an aggregate nominal amount of £151.52 for a period of 5 years from the date of this resolution, save that the Company may before the expiry of such period make an offer or agreement which would or might require shares to be allotted or Rights to be granted after the expiry of such period and the Board may allot shares or grant Rights pursuant to such offer or agreement as if this authority had not expired.

Director:



Date:

15th March 2019