

Company number: 10283353

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

CIRCADIAN THERAPEUTICS LIMITED (Company)


Passed on: 16 June 2022

The following resolution was duly passed as an ordinary resolution (the Resolution) by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (Act):

ORDINARY RESOLUTION

1. THAT, in accordance with section 551 of the Act, the directors of the Company (Directors) be generally and 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 £1,886.025 provided that this authority:
  - a) is limited (i) to the allotment of shares and grant of Rights up to an aggregate nominal amount of £1,862.047 in accordance with the Share Incentive Plans (as defined in the Company's articles of association) and (ii) to the allotment of shares and grant of Rights up to an aggregate nominal amount of £23.978 in relation to a conditional subscription agreement between Julia Jones and the Company; and
  - b) shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date 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.

This authority revokes and replaces all unexercised authorities previously granted to the Directors but without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

DocuSigned by:  
  
.....0BB61B8F582E4BC.....

Director