

Company Number: 10664635

**ORDINARY AND SPECIAL RESOLUTIONS**  
**of**  
**OXFORD CANNABINOID TECHNOLOGIES LIMITED**  
**(Company)**

**PASSED ON 1 MARCH 2021**

The following resolutions were duly passed as ordinary and special resolutions by way of written resolution under Chapter 2 of Part 13 of the Companies Act 2006 (the **Act**).

**ORDINARY RESOLUTION**

1. THAT, in accordance with section 551 of the Act the directors of the Company (or a duly constituted committee of the directors) (**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 £600,000 in accordance with the terms of the 2021 pre-IPO convertible loan note agreement to be constituted by the Company (subject to the passing of this resolution) and provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the fifth anniversary of the date of the Resolutions 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 is in addition to all unexercised authorities previously granted to the Directors and is without prejudice to any allotment of shares or grant of Rights already made or offered or agreed to be made pursuant to such authorities.

**SPECIAL RESOLUTION**

2. THAT the rights of pre-emption contained in article 9.3 of the articles of association of the Company be dis-applied in respect of the allotment of shares in the Company or the grant of Rights up to an aggregate nominal amount of £600,000 pursuant to the authority granted under resolution 1.

*Indraneil Mahapatra*

Director

