

Company number: 11740078

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

**AZADYNE LTD
(the "Company")**

Circulation Date: 5 July 2022

Passed on: 5 July 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**") the directors of the Company propose that:

- a) Resolutions 1 and 2 below is passed as an ordinary resolution; and
- b) resolutions 3 and 4 below are passed as special resolutions.

ORDINARY RESOLUTIONS

1. **THAT**, the directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company to allot shares in the capital of the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £902.30 in respect of ordinary shares of £0.10 each in the capital of the Company provided that:

1.1. the authority granted under this resolution shall expire 5 years after the passing of this resolution; and

1.2. the Company may, before such expiry under paragraph 1.1 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.

This authority, as well as the authority granted under resolution 2 below, is in addition to all subsisting authorities to the extent unused.

2. **THAT**, the directors of the Company be generally and unconditionally authorised for the purposes of section 551 of the Act to exercise all the powers of the Company to allot shares in the capital of the Company or to grant rights to subscribe for or to convert any security into shares in the Company, up to a maximum aggregate nominal amount of £95.70 in respect of ordinary shares of £0.10 each in the capital of the Company (such shares being allocated to the Company's share option pool) provided that:

2.1. the authority granted under this resolution shall expire 5 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.

This authority, as well as the authority granted under resolution 1 above, is in addition to all subsisting authorities to the extent unused, and shall authorise the Company to expand its share

option pool such that the share option pool of the company shall comprise of 3,557 ordinary shares of £0.10 each in the capital of the Company (of which 433 ordinary shares of £0.10 each in the capital of the Company have already been allocated).

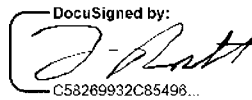
SPECIAL RESOLUTIONS

3. **THAT**, subject to the passing of resolutions 1 and 2 above, all and any rights of pre-emption arising under the articles of association of the Company, the Companies Act 2006 or otherwise, be and hereby are waived in respect of the issue and allotment of shares and other securities in the capital of the Company as set out in resolutions 1 and 2 above.
4. **THAT** the articles of association contained in the document attached to these resolutions be approved and adopted as the new articles of association of the Company in substitution for and to the entire exclusion of the existing articles of association.

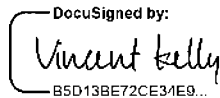
Please read the notes at the end of this document before signifying your agreement to any of the above resolutions ("Resolutions").

The undersigned, being a member of the Company entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to the Resolutions.

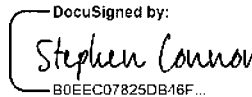
Signed by **Jason Edward Rutt**

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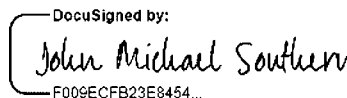
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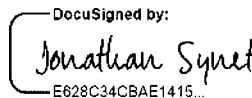
Signed by **Dr Stephen Joseph Connon**

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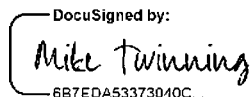
Signed by **John Southern**

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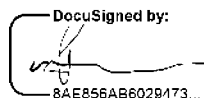
Signed by **Kent Life Science (GP) LLP**
acting by its duly authorised member

DocuSigned by:

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Signed by **Mike Twinning**

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Signed by **Renaissance Capital Partners Ltd**
acting by its duly authorised director

DocuSigned by:

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Signed by **Daniel Naujoks**

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D. Naujoks
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Signed by **Dominic O'Regan**

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Dominic O'Regan
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Signed by **Board of Trinity College of Queen Elizabeth Dublin** acting by its duly authorised signatory

DocuSigned by:
Leonard Hobbs
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Signed by **Bowthorpe Investment Group Ltd** acting by its duly authorised director

DocuSigned by:
Jonathan Syrett
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Notes:

You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. If you agree to all of the Resolutions, please indicate your agreement by signing this document where indicated above and returning it to the Company using one of the following methods:

By Hand: delivering the signed copy to the directors at the registered office of the Company.

Post: returning the signed copy by post to the directors at the registered office of the Company.

Electronic Delivery: either scanning the original signed copy and emailing or sending the scan, without any manner of alteration or variation to the original, to kevin.wong@taylorvinters.com.

Electronic Signing Platform: via the DocuSign or any other similar electronic signing platform.

If you do not agree to the Resolutions, you do not need to do anything. You will not be deemed to agree if you fail to reply.

Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

Unless, by 28 days following the Circulation Date, sufficient agreement has been received for the Resolutions to pass, it will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.