

Company Number: **11892096**

**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**CRISTAL HEALTH LTD**  
**(the Company)**

**Circulation Date 24 October 2019 (Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**) the directors of the Company propose that the following resolution be passed as a special resolution (**Resolution**):

**Special Resolution**


THAT, the pre-emption rights in respect of the issue of new shares in the capital of the Company contained in article 4 of the articles of association of the Company (**Articles**) be dis-applied in respect of the issue by the Company of 6,368 ordinary shares of £0.0001 each in the capital of the Company to Mike Denis.

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on the circulation date above hereby irrevocably agrees to the Resolution:

**Signature**  
Mike Denis

.....  


**Date**

.....  
24/10/2019

**Signature**  
Simon Lovestone

.....

**Date**

.....

THURSDAY



\*A8WAG8MR\*

A19

09/01/2020

#223

COMPANIES HOUSE

Company Number: 11892096

**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**CRISTAL HEALTH LTD**  
**(the Company)**

**Circulation Date 24 October 2019 (Circulation Date)**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**) the directors of the Company propose that the following resolution be passed as a special resolution (**Resolution**):

**Special Resolution**

THAT, the pre-emption rights in respect of the issue of new shares in the capital of the Company contained in article 4 of the articles of association of the Company (**Articles**) be dis-applied in respect of the issue by the Company of 6,368 ordinary shares of £0.0001 each in the capital of the Company to Mike Denis.

**AGREEMENT**

Please read the notes at the end of this document before signifying your agreement to the Resolution.

The undersigned, a person entitled to vote on the Resolution on the circulation date above hereby irrevocably agrees to the Resolution:

**Signature**

Mike Denis

.....

**Date**

.....

**Signature**

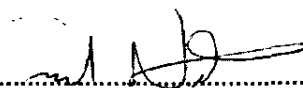
Simon Lovestone

  
.....

**Date**

4th November 2019  
.....

**Signature**  
David Newton

.....  


**Date**

.....  
05/11/19

**Signature**  
For and on behalf of The Chancellor,  
Masters and Scholars of the University of  
Oxford

.....

**Date**

.....

**Signature**  
For and on behalf of Oxford Health NHS  
Foundation Trust

.....

**Date**

.....

**Signature**  
For and on behalf of RT Capital Fund I LP  
acting by its general partner RT Capital  
Management

.....

**Date**

.....

**Signature**  
For and on behalf of Oxford Sciences  
Innovation plc

.....

**Date**

.....

## NOTES

1. If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company. If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless the Company has received sufficient agreement for the Resolution to pass within 28 days (beginning with and including the date that the Resolution was first circulated to

**Signature**

David Newton

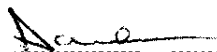
.....

**Date**

.....

**Signature**

For and on behalf of The Chancellor,  
Masters and Scholars of the University of  
Oxford



ADAM WORKMAN  
HEAD OF INVESTMENTS AND NEW VENTUR.  
OXFORD UNIVERSITY INNOVATION LTD

**Date**

5<sup>th</sup> November 2019  
.....

**Signature**

For and on behalf of Oxford Health NHS  
Foundation Trust

.....

**Date**

.....

**Signature**

For and on behalf of RT Capital Fund I LP  
acting by its general partner RT Capital  
Management

.....

**Date**

.....

**Signature**

For and on behalf of Oxford Sciences  
Innovation plc

.....

**Date**

.....

## NOTES

1. If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company.  
If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless the Company has received sufficient agreement for the Resolution to pass within 28 days (beginning with and including the date that the Resolution was first circulated to

**Signature** .....  
David Newton

**Date** .....

**Signature** .....  
For and on behalf of The Chancellor,  
Masters and Scholars of the University of  
Oxford

**Date** .....

**Signature** .....  
For and on behalf of Oxford Health NHS  
Foundation Trust

**Date** .....  
30/10/2019

**Signature** .....  
For and on behalf of RT Capital Fund I LP  
acting by its general partner RT Capital  
Management

**Date** .....

**Signature** .....  
For and on behalf of Oxford Sciences  
Innovation plc

**Date** .....

## NOTES

1. If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company.  
If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless the Company has received sufficient agreement for the Resolution to pass within 28 days (beginning with and including the date that the Resolution was first circulated to

**Signature** .....  
David Newton

**Date** .....

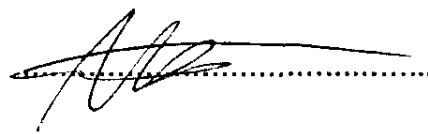
**Signature** .....  
For and on behalf of The Chancellor,  
Masters and Scholars of the University of  
Oxford

**Date** .....

**Signature** .....  
For and on behalf of Oxford Health NHS  
Foundation Trust

**Date** .....

**Signature** .....  
For and on behalf of RT Capital Fund I LP  
acting by its general partner RT Capital  
Management



**Date** ..... 7.11.19 .....

**Signature** .....  
For and on behalf of Oxford Sciences  
Innovation plc

**Date** .....

## NOTES

1. If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company.  
If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless the Company has received sufficient agreement for the Resolution to pass within 28 days (beginning with and including the date that the Resolution was first circulated to

**Signature**

David Newton

.....

**Date**

.....

**Signature**

For and on behalf of The Chancellor,  
Masters and Scholars of the University of  
Oxford

.....

**Date**

.....

**Signature**

For and on behalf of Oxford Health NHS  
Foundation Trust

.....

**Date**

.....

**Signature**

For and on behalf of RT Capital Fund I LP  
acting by its general partner RT Capital  
Management

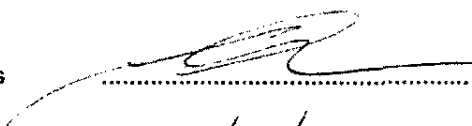
.....

**Date**

.....

**Signature**

For and on behalf of Oxford Sciences  
Innovation plc



**Date**

.....

4/11/19

**NOTES**

1. If you agree to the Resolution please indicate your agreement by signing and dating this document where indicated above and returning the signed version to the Company.  
If you do not agree to the Resolution, you do not need to do anything. You will not be deemed to agree if you fail to reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Unless the Company has received sufficient agreement for the Resolution to pass within 28 days (beginning with and including the date that the Resolution was first circulated to

shareholders), it will lapse. If you agree to the Resolution, please ensure that your agreement reaches the Company within this period.

4. 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.