

THE COMPANIES ACT 2006  
COMPANY LIMITED BY SHARES

RESOLUTION OF POOLBEG PHARMA LIMITED  
(company number 13279507)  
(the "Company")

On 16 June 2021, the following resolutions were duly passed as special resolutions by way of written resolutions pursuant to Chapter 2 of Part 13 of the Companies Act 2006.

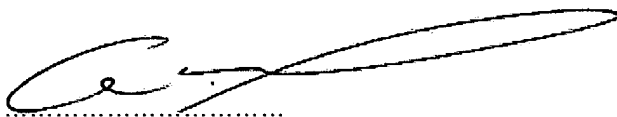
**SPECIAL RESOLUTION**

**DISAPPLICATION OF PRE-EMPTION RIGHTS**

"**THAT**, subject to the passing of resolution 2 and in accordance with section 571 of the Act, the Directors of the Company be generally empowered to allot equity securities (as defined by section 560 of the Act) for cash pursuant to the authority conferred by resolution 2 as if section 561 of the Act did not apply to any such allotment, **PROVIDED** that this power shall be limited to the allotment of equity securities up to an aggregate nominal value of £100,000, and **PROVIDED ALSO** that such power may be renewed, revoked or varied by special resolution and that the authority granted by this resolution will expire on 31 August 2021, 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 of the Company may allot equity securities pursuant to any such offer or agreement as if such powers had not expired."

"**THAT**, subject to the passing of resolution 3 and in accordance with section 570 of the Act, the Directors of the Company be generally empowered to allot equity securities (as defined by section 560 of the Act) for cash pursuant to the authority conferred by resolution 3 as if section 561 of the Act did not apply to any such allotment **PROVIDED** that this power shall be limited to the allotment of equity securities up to an aggregate nominal value of £27,500, and **PROVIDED ALSO** that such power may be renewed, revoked or varied by special resolution and that the authority granted by this resolution will expire on 1 July 2022, 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 of the Company may allot equity securities pursuant to any such offer or agreement as if such powers had not expired."

Signed

  
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Director

