

Company number 13415161

Private Company Limited by Shares

Written Resolutions

of

EpilepsyGTx Limited (the "Company")

20 July 2022 (the "Passed Date")

The resolutions below were passed as an ordinary and special resolution of the Company ("Resolutions") pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "Act") on the Passed Date:

Ordinary Resolution:

1. (A) That the directors be and are generally and unconditionally authorised for the purposes of sections 549 and 551 of the Act to exercise all the powers of the Company to allot shares in the Company and/or to grant rights to subscribe for, or to convert any security into shares in the Company on and subject to such terms as the directors may determine. The authority hereby conferred shall, subject to section 551 of the Act, be for a period expiring on the fifth anniversary of the date of this Ordinary Resolution unless renewed, varied or revoked by the Company. The maximum nominal amount of shares that may be allotted pursuant to such authority shall be £20.76471. This authority is in substitution for all previous authorities granted to the board of directors for the purposes of sections 549 and 551 of the Act.

(B) That the directors shall be entitled under the authority conferred by paragraph (A) of this Ordinary Resolution or under any renewal thereof to make at any time prior to the expiry of such authority any offer or agreement which would or might require shares of the Company to be allotted after the expiry of such authority and the directors may allot shares or grant rights to subscribe for or to convert any security into shares in pursuance of such offer or agreement notwithstanding the authority conferred by this Ordinary Resolution has expired.

Special Resolution:

2. THAT, subject to the passing of resolution 1, any and all pre-emption rights to which the current shareholders of the Company may be entitled, howsoever arising (including but not limited to those contained in the Company's articles of association) shall not apply in respect of any allotment and issue of shares or the grant of rights to subscribe for or convert any security into shares pursuant to the authority conferred by Resolution 1 above.



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Director