

Company Number SC644175

The Companies Act 2006

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Private Company Limited by Shares

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Resolutions

of

Quosient Limited (the “Company”)

passed on 9 May 2022

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

Ordinary Resolutions

- 1 That in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 52,630 ordinary shares of £0.001 each in the Company provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is five years from the Circulation Date of this written resolution.
- 2 That in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 5,580 ordinary shares of £0.001 each in the Company pursuant to the Company's Option Scheme provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is five years from the Circulation Date of this written resolution.
- 3 That in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 1,598 ordinary shares of £0.001 each pursuant to the Warrant Instrument between the Company and Archangel Investors Limited (SC209206) provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is five years from the Circulation Date of this written resolution.
- 4 That in accordance with section 551 of the Companies Act 2006, the directors of the Company be and are hereby generally and unconditionally authorised to allot up to 9,742 ordinary shares of £0.001 each in the Company pursuant to the Company's Enlarged Option Pool provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the date which is five years from the Circulation Date of this written resolution.

Special Resolutions

- 5 That all rights of pre-emption whether in terms of the articles of association of the Company, Companies Act 2006, any shareholders agreement that the Company is a party to or otherwise be and are hereby waived in respect of any allotment of ordinary shares of £0.001 by the Company as set out at resolutions 1 to 4 above.

- 6 That the regulations contained in the attached document be and are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company.

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*Genevieve Patenaude*

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Director