

Company number 4585850

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION OF
FEMEDA LIMITED
(the "Company")

Pursuant to Section 288 of the Companies Act 2006

Passed on *5 April* 2012

Circulation Date. *5 April* 2012

We, the undersigned members of the Company who at the date of this resolution represent more than 50% of the total voting rights of eligible members (as defined in section 289 of the Companies Act 2006), hereby pass the following resolution as an ordinary resolution of the Company

DIRECTORS' AUTHORITY TO ALLOT SHARES

- 1 THAT the directors of the Company be and are hereby generally authorised in accordance with section 551 of the Companies Act 2006 (the "Act") to allot shares of whatever class ("Shares") in the Company (or grant rights to subscribe for or to convert any security into Shares in the Company ("Rights")) up to an aggregate nominal amount of £1 214 29 to such persons (whether existing members or not) at such times and on such terms and conditions as they think proper, provided that
- 1 1 the authority hereby granted to the directors of the Company shall, unless renewed varied or revoked by the Company, expire on the date which is 5 years from the date of this resolution or (if this authority is renewed or varied by the Company in general meeting) on the date specified in the resolution on which the renewed or varied authority shall expire, and

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COMPANIES HOUSE


12 the Company may, before the expiry of such period referred to in sub-paragraph 11 above, make an offer agreement or arrangement which would or might require relevant Shares to be allotted (or Rights to be granted) pursuant to such offer, agreement or arrangement after such expiry and the directors may allot relevant securities pursuant to such offer, agreement or other arrangements, as if the authority hereby conferred had not expired

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act.

Signature 

Name A Arkley acting by Colin Willis as duly appointed attorney

Date 5 April 2012

Signature 

Name: P Chappelow acting by Colin Willis as duly appointed attorney

Date. 5 April 2012

Signature 

Name S Deakin acting by Colin Willis as duly appointed attorney

Date 5 April 2012

Signature 

Name M Goodyear acting by Colin Willis as duly appointed attorney

Date 5 April 2012

Signature 

Name S l'Anson acting by Colin Willis as duly appointed attorney

Date 5 April 2012

Signature: *LU*

Name: D Liddle acting by Colin Willis as duly appointed attorney

Date: 5 April 2012

Signature: *LU*

Name: B Lowe acting by Colin Willis as duly appointed attorney

Date: 5 April 2012

Signature: *LU*

Name: S Nicholson acting by Colin Willis as duly appointed attorney

Date: 5 April 2012

Signature: *LU*

Name: G Readman acting by Colin Willis as duly appointed attorney

Date: 5 April 2012

Signature: *LU*

Name: Sir P Vardy acting by Colin Willis as duly appointed attorney

Date: 5 April 2012

Signature: *LU*

Name: On behalf of The Vardy Partnership acting by Colin Willis as duly appointed attorney

Date: 5 April 2012

Signature: *LU*

Name: C Willis

Date: 5 April 2012

Signature:

Name A Curtis acting by Colin Willis as duly appointed attorney

Date

5 April 2012

Signature

Name. F Deakin acting by Colin Willis as duly appointed attorney

Date:

5 April 2012

Signature

Name. F Nicholson acting by Colin Willis as duly appointed attorney

Date:

5 April 2012

Notes for Members

- 1 To signify agreement to the proposed resolution set out above each eligible member is requested to sign and return undated this proposed written resolution to the Company at c/o Taylor Vinters Solicitors, Merlin Place Milton Road, Cambridge CB4 0DP (ref SES) Once eligible members have signified their agreement to the proposed resolution their agreement may not be revoked
- 2 This proposed written resolution will lapse if it is not passed before the end of 28 days beginning with the day on which this document is circulated to eligible members
- 3 An eligible member may send a scanned signed but undated copy of this proposed written resolution to sian.scanlon@taylorvinters.com but the original must be posted as specified in note 1.

Company Number 4585850

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FEMEDA LIMITED
(the "Company")

Pursuant to Section 288 of the Companies Act 2006

Passed on 5 April 2012

Circulation Date 5 April 2012

Vis: the undersigned members of the Company who at the date of this resolution represent more than 50% of the total voting rights of all the members (as defined in section 288 of the Companies Act 2006) hereby pass the following resolution as an ordinary resolution of the Company:

DIRECTORS' AUTHORITY TO ALLOT SHARES

1. THAT the directors of the Company be and are empowered, in exercise of the authority conferred on them by section 55 of the Companies Act 2006, to allot shares of whatever class (Shares) in the Company and grant rights to subscribe for or to convert existing shares into shares of the Company (Rights) up to an aggregate nominal amount of £1,014.00 to such persons (whether existing members or not) at such times and on such terms and conditions as they think proper, provided that:
2. the authority hereby granted to the directors of the Company shall, unless renewed, varied or revoked by the Company, expire on the date which is 5 years from the date of this resolution or, if this authority is renewed or varied by the Company in general meeting, on the date specified in the resolution on which the renewed or varied authority shall expire and

WEDNESDAY

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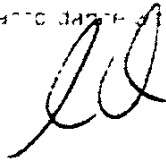
11/04/2012
COMPANIES HOUSE

#385

- 12 The Company may, before the expiry of such period referred to in sub paragraph (a) above make an offer to allot relevant Shares and/or might require relevant Shares to be allotted or Rights to be granted pursuant to such offer agreement or arrangement after such expiry, and the directors may allot relevant securities pursuant to such offer agreement or other arrangements as if the authority hereby conferred had not expired.

This authority is in substitution for all previous authorities conferred on the directors and directors of the Company.

Signature



Print name

Colin Wick

Notes for Members

- 1 To signify agreement to the proposed resolution set out above each eligible member is requested to sign and return (dated in a proposed written resolution to the Company at 1 Tayco Ventures Solutions, The Park, Millon Road, Cambridge CB4 0DF ref: SES) On the given members have signified their agreement to the proposed resolution their agreement may not be revoked.
- 2 This proposed written resolution is agreed if it is passed before the end of 28 days beginning with the date on which this document is circulated to eligible members.
- 3 An eligible member may send a scanned signed but undated copy of this proposed written resolution to secretary@taycoventures.com but the original must be posted as specified in note 1.

Company number 4585850

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Circulation Date: *5 April* 2012

We, the undersigned members of the Company who at the date of this resolution represent more than 50% of the total voting rights of eligible members (as defined in section 289 of the Companies Act 2006), hereby pass the following resolution as an ordinary resolution of the Company

DIRECTORS' AUTHORITY TO ALLOT SHARES

- 1 THAT the directors of the Company be and are hereby generally authorised in accordance with section 551 of the Companies Act 2006 (the "Act") to allot shares of whatever class ("**Shares**") in the Company (or grant rights to subscribe for or to convert any security into Shares in the Company ("**Rights**")) up to an aggregate nominal amount of £1,214 29 to such persons (whether existing members or not) at such times and on such terms and conditions as they think proper, provided that
- 1 1 the authority hereby granted to the directors of the Company shall, unless renewed, varied or revoked by the Company, expire on the date which is 5 years from the date of this resolution or (if this authority is renewed or varied by the Company in general meeting) on the date specified in the resolution on which the renewed or varied authority shall expire, and

WEDNESDAY

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11/04/2012
COMPANIES HOUSE

#386

- 1 2 the Company may, before the expiry of such period referred to in sub-paragraph 1 1 above, make an offer, agreement or arrangement which would or might require relevant Shares to be allotted (or Rights to be granted) pursuant to such offer, agreement or arrangement after such expiry and the directors may allot relevant securities pursuant to such offer, agreement or other arrangements, as if the authority hereby conferred had not expired

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act

Signature JVegas

Print name J Vegas, director, Enterprise Venture (General Partner Rising Star Growth Fund) Ltd.

Notes for Members:

- 1 To signify agreement to the proposed resolution set out above each eligible member is requested to sign and return undated this proposed written resolution to the Company at c/o Taylor Vinters Solicitors, Merlin Place, Milton Road, Cambridge CB4 0DP (ref SES) Once eligible members have signified their agreement to the proposed resolution their agreement may not be revoked
- 2 This proposed written resolution will lapse if it is not passed before the end of 28 days beginning with the day on which this document is circulated to eligible members
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DIRECTORS' AUTHORITY TO ALLOT SHARES

- 1 THAT the directors of the Company be and are hereby generally authorised in accordance with section 551 of the Companies Act 2006 (the "Act") to allot shares of whatever class ("**Shares**") in the Company (or grant rights to subscribe for or to convert any security into Shares in the Company ("**Rights**")) up to an aggregate nominal amount of £1,214.29 to such persons (whether existing members or not) at such times and on such terms and conditions as they think proper, provided that:
- 1 1 the authority hereby granted to the directors of the Company shall, unless renewed, varied or revoked by the Company, expire on the date which is 5 years from the date of this resolution or (if this authority is renewed or varied by the Company in general meeting) on the date specified in the resolution on which the renewed or varied authority shall expire, and

WEDNESDAY

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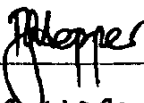
11/04/2012
COMPANIES HOUSE

#387

- 1.2 the Company may, before the expiry of such period referred to in subparagraph 1.1 above, make an offer, agreement or arrangement which would or might require relevant Shares to be allotted (or Rights to be granted) pursuant to such offer, agreement or arrangement after such expiry and the directors may allot relevant securities pursuant to such offer, agreement or other arrangements, as if the authority hereby conferred had not expired

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act.

Signature:


R. HEPPER

Print name

THE SECRETARY OF STATE FOR BUSINESS INNOVATION & SKILLS
ACTING BY ITS ATTORNEY & MANAGER CAPITAL
FOR ENTERPRISES LTD

Notes for Members:

- 1 To signify agreement to the proposed resolution set out above each eligible member is requested to sign and return undated this proposed written resolution to the Company at c/o Taylor Vinters Solicitors, Merlin Place, Milton Road, Cambridge CB4 0DP (ref: SES). Once eligible members have signified their agreement to the proposed resolution their agreement may not be revoked.
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- 1 1 the authority hereby granted to the directors of the Company shall, unless renewed, varied or revoked by the Company, expire on the date which is 5 years from the date of this resolution or (if this authority is renewed or varied by the Company in general meeting) on the date specified in the resolution on which the renewed or varied authority shall expire, and

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WEDNESDAY

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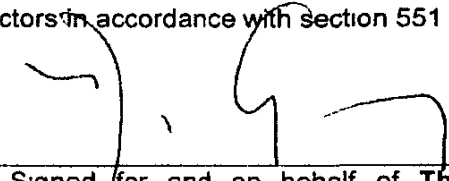
11/04/2012
COMPANIES HOUSE

#388

- 1 2 the Company may, before the expiry of such period referred to in sub-paragraph 1 1 above, make an offer, agreement or arrangement which would or might require relevant Shares to be allotted (or Rights to be granted) pursuant to such offer, agreement or arrangement after such expiry and the directors may allot relevant securities pursuant to such offer, agreement or other arrangements, as if the authority hereby conferred had not expired

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act

Signature


Signed for and on behalf of **The North East Co-Investment Fund Limited Partnership** acting by its

Print name

general partner **NSEI General Partner Limited**

Signature


Signed for and on behalf of **The North East Accelerator Limited Partnership** acting by its general partner **North**

Print name

East Accelerator General Partner Limited

Notes for Members:

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- 1.1 the authority hereby granted to the directors of the Company shall unless renewed varied or revoked by the Company expire on the date which is 5 years from the date of this resolution or (if this authority is renewed or varied by the Company in general meeting) on the date specified in the resolution on which the renewed or varied authority shall expire and

WEDNESDAY

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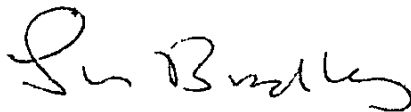
11/04/2012
COMPANIES HOUSE

#389

- 1 2 the Company may before the expiry of such period referred to in sub-paragraph 1 1 above make an offer agreement or arrangement which would or might require relevant Shares to be allotted (or Rights to be granted) pursuant to such offer agreement or arrangement after such expiry and the directors may allot relevant securities pursuant to such offer, agreement or other arrangements as if the authority hereby conferred had not expired

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act

Signature



Print name

JIM BRADLEY

Notes for Members

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- 1 1 the authority hereby granted to the directors of the Company shall, unless renewed, varied or revoked by the Company, expire on the date which is 5 years from the date of this resolution or (if this authority is renewed or varied by the Company in general meeting) on the date specified in the resolution on which the renewed or varied authority shall expire; and

WEDNESDAY

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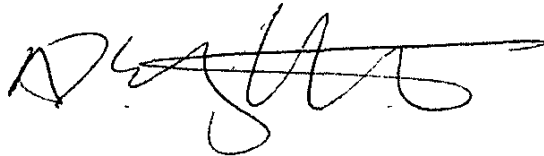
11/04/2012
COMPANIES HOUSE

#390

- 1 2 the Company may, before the expiry of such period referred to in sub-paragraph 1 1 above, make an offer, agreement or arrangement which would or might require relevant Shares to be allotted (or Rights to be granted) pursuant to such offer agreement or arrangement after such expiry and the directors may allot relevant securities pursuant to such offer agreement or other arrangements, as if the authority hereby conferred had not expired.

This authority is in substitution for all previous authorities conferred on the directors in accordance with section 551 of the Act

Signature.



Print name

ADRIAN WRIGHT

Notes for Members

- 1 To signify agreement to the proposed resolution set out above each eligible member is requested to sign and return undated this proposed written resolution to the Company at c/o Taylor Vinters Solicitors, Merlin Place, Milton Road, Cambridge CB4 0DP (ref SES) Once eligible members have signified their agreement to the proposed resolution their agreement may not be revoked
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