

Company No. 05116842

**Written Special Resolution of Population Genetics Technologies Limited (the "Company")**

Circulation Date: *11 December* 2018

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, it is proposed that the following special resolution (the "Resolution") be passed:

**THAT** an amount equal to £360,000 standing to the credit of the share premium account of the Company be cancelled thereby reducing the amount of the share premium account of the Company to £7,464,930 and that an amount equal to £360,000 be repaid to the Shareholders pursuant to the provisions of Article 5 of the articles of association,

Please read the Notes below before signifying your agreement to the Resolution.

The undersigned, being an "eligible member" (as defined in Section 289 of the Companies Act 2006) and entitled to vote on the Resolution on the circulation date specified above, and having received a copy of the solvency statement made by the directors of the Company in connection with the reduction of capital referred to in the Resolution, irrevocably agrees to the Resolution:

.....  
For and on behalf of Auriga Partners SA

Date: *12/12/2018*

*[Signature]*  
.....

For and on behalf of Compass Genetics Investors LLC

Date: *12/12/2018*

*[Signature]*  
.....

For and on behalf of Compass Genetics LLC

Date: *12/12/2018*

Special resolution to approve capital reduction

WEDNESDAY



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COMPANIES HOUSE

Company No. 05116842

**Written Special Resolution of Population Genetics Technologies Limited (the "Company")**

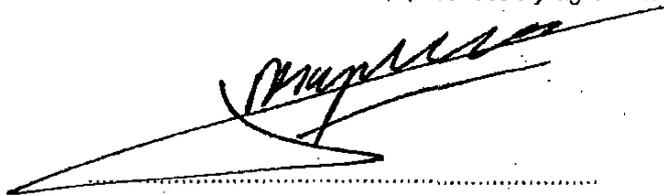
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For and on behalf of Auriga Partners SA

Date: *Dec 11<sup>th</sup>* 2018

For and on behalf of Compass Genetics Investors LLC

Date: ..... 2018

For and on behalf of Compass Genetics LLC

Date: ..... 2018

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For and on behalf of Acidophil Limited

Date: *12/12/* 2018

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Sydney Brenner

Date: ..... 2018

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Melvyn Kronick

Date: ..... 2018

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Conrad Lichtenstein

Date: ..... 2018

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Yoshikazu Mikawa

Date: ..... 2018

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Jonathan Mark Treherne

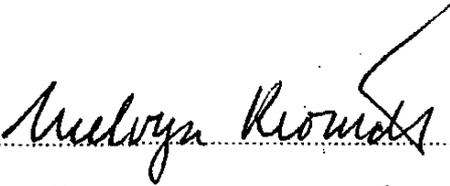
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For and on behalf of Acidophil Limited

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Date: ..... 2018

*Sydney Brenner*

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