

**Company No. 08839972**

**THE COMPANIES ACT 2006**

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**PUBLIC COMPANY LIMITED BY SHARES**

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**ORDINARY AND SPECIAL RESOLUTIONS**

**of**

**GENOMICS PLC**

**(the "Company")**

At the General Meeting of the Company held at 4:30 p.m. on 23 February 2021 the following resolutions were passed as ordinary and special resolutions (together, the "**Resolutions**):-

**ORDINARY RESOLUTION**

1. **THAT**, the directors be generally and unconditionally authorised, in accordance with section 551 of the Companies Act 2006 (the "**Act**"), to allot shares in the Company and to grant rights to subscribe for or convert any security into shares in the Company:
  - a. up to a maximum aggregate nominal amount of £24,750 in connection with the allotment of ordinary shares of £0.01 each in the capital of the Company ("**Ordinary Shares**"), provided that this authority will expire on the date being four months from the date on which this resolution is passed; and
  - b. up to a maximum aggregate nominal amount of £38,046.87 in connection with the grant of rights to subscribe for or convert any security into Ordinary Shares in the Company pursuant to the Company's share option schemes and the allotment and issuance of G ordinary shares of £0.01 each in the capital of the Company ("**G Ordinary Shares**"), provided that this authority will expire on the date being five years from the date on which this resolution is passed, but the Company may before this authority expires make an offer or agreement which would or might require shares to be allotted or rights granted after this authority expires and the directors may allot pursuant to such offer or agreement as if this authority had not expired.

This authority is in addition to all existing authorities.

**SPECIAL RESOLUTIONS**

2. **THAT**, in substitution for any prior authority, the directors be hereby given power in accordance with section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act) as if section 561(1) of the Act and articles 7.2 and 7.3 of the articles of association of the Company did not apply to the allotment, provided that such power shall expire on:
  - a. the date being four months from the date on which this resolution is passed in respect of the allotment of Ordinary Shares in the Company up to a maximum aggregate nominal amount of £24,750; and
  - b. the date being five years from the date on which this resolution is passed in respect of the grant of rights to subscribe for or convert any security into Ordinary Shares in the Company and the allotment of Ordinary Shares in the Company pursuant to the Company's share option schemes and the allotment of G Ordinary Shares in the Company up to a maximum aggregate nominal amount of £38,046.87, but the Company may before such expiry make an offer or agreement which would or might require such equity securities to be allotted after such expiry and the directors may allot such equity securities in pursuance of that offer or agreement as if this power had not expired.

For the avoidance of doubt, this authority revokes and replaces all unexercised authorities previously granted to the Directors.

3. **THAT**, the draft articles of association annexed to the Resolutions be adopted as the Company's articles of association in substitution for and to the exclusion of the Company's current articles of association.

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*Gilean Moxon*

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Chairman