

Company Number: 09962999

THE COMPANIES ACT 2006
A PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF
WHITES GENERATION LIMITED
(the “Company”)

16 December 2021 (“**Date of Circulation**”)

Pursuant to Chapter 2 of Part 13 Companies Act 2006, the directors of the Company propose that the following resolution is passed as a special resolution (the “**Resolution**”).

SPECIAL RESOLUTION

1. THAT,

- (a) each of the directors be and is hereby authorised to count in the quorum and vote on any resolution of the directors that is to take place on or around the date of the Resolution (**Relevant Directors Resolution**) relating to the proposed waiver of £543,413.01 of the remaining balance of the principal amount of Secured Loan Stock of £1.00 each issued by Fernbrook Bio Limited (company number: 06595831) to the Company and any related matters (together the “**Transactions**”), notwithstanding that any one or more of such directors have or may have a direct or indirect interest in the Transactions that conflicts or possibly may conflict with the interests of the Company; and
- (b) that any articles in the Company’s articles of association that conflict with part (a) of this resolution are temporarily disapplied for the purposes of any Relevant Directors Resolution.

Please read the notes at the end of this document before signifying your agreement to this Resolution.

The undersigned, being the persons who are entitled to vote on the above Resolution on the Date of Circulation of it, irrevocably vote in favour of it:

Company Number: 09962999

DocuSigned by:

James Astor

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16 December 2021

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For and on behalf of

Date

Regen Holdings Limited

DocuSigned by:

David Gudgeon

ACADD3E4206247F...

16 December 2021

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For and on behalf of

Date

Acp Ordinary Shareco Limited

Company Number: 09962999

Notes

1. The Resolution is proposed as a special resolution. This means that members holding 75 percent or more of the total voting rights of members entitled to vote on the Resolution must vote in favour of it to be passed.
2. Unless the Resolution is passed by a date which is 28 days from the Date of Circulation, it will lapse. If you agree to the Resolution please ensure your agreement reaches us before or during this date.
3. If you agree with the Resolution, please indicate your agreement to it by signing and dating this document and returning it to the Company.
4. Once you have agreed to the Resolution you may not revoke your agreement.
5. If you do not agree to the Resolution, you do not need to do anything.