

Company No 04059454

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

-of-

ORTHOGEN LIMITED



Shareholders Written Resolutions circulated on 13th August 2012 (the "Circulation Date") pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolution 1 is passed as an ordinary resolution and resolutions 2, 3 and 4 are passed as special resolutions (together, the "Resolutions")

ORDINARY RESOLUTION

- 1 **THAT** in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to allot up to 1 000,000 shares in the capital of the company comprising of either 'A' ordinary shares of £0 001 each or ordinary shares of £0 001 each up to an aggregate nominal amount of £1,000 ("New Shares") provided that this authority shall, unless renewed, varied or revoked by the Company expire 12 months following the date of these Resolutions, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006

SPECIAL RESOLUTIONS

- 2 **THAT** article 4 1 of the Company's articles of association be disapplied in relation to the allotment of the New Shares
- 3 **THAT** the Company's articles of association be altered by
 - a) the inclusion of the following new defined term in article 2 1

"X Ordinary Shares" means the X ordinary shares of £0 001 each in the capital of the Company in the name of Wei-Jen Lo or his Permitted Transferee (as defined in article 3 5) from time to time"

- b) the inclusion of the following new article 3.4 and the re-numbering of each subsequent clause accordingly

"3.4 Any X Ordinary Shares in issue shall carry the same rights and be subject to the same restrictions as those which apply from time to time to the ordinary shares, save that the X Ordinary Shares shall not carry any voting rights of any kind, including but not limited to, for the avoidance of doubt, any entitlement to attend or vote at any meetings of the members or to receive or vote on any written resolutions of the members "

- c) the inclusion of the following new article 3.11

"3.11 Upon the completion of any transfer of X Ordinary Shares by Wei-Jen Lo or his Permitted Transferee which is in accordance with these Articles ("X Ordinary Transfer"), the X Ordinary Shares subject to the X Ordinary Transfer shall immediately convert to ordinary shares. For the avoidance of doubt this article shall not apply to a transfer of X Ordinary Shares by Wei-Jen Lo to a Permitted Transferee "

- 4 THAT 300,000 ordinary shares of £0.001 in the capital of the Company, in the name of Wei-Jen Lo be re-designated to X Ordinary Shares with the rights and subject to the restrictions contained in the Company's articles of association

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

The undersigned, being members of the Company entitled to vote on the above Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions

Agreement to the Written Resolutions

We, the undersigned, being persons entitled to vote on the above Resolutions, irrevocably agree to such Resolutions -

Signed by

Alan J Watson

Signed by

Wei-Jen Lo

Signed by

David T Watson

Signed by Oxford Technology 3 Venture Capital Trust Plc

acting by _____

Signed by

John N Gripper

Signed by

Anthony D Showell



Signed by The Oxford Trust

acting by _____

Signed by

Stephen D Bullock

Signed by The National Endowment for Science Technology and the Arts

acting by _____

Signed by

David J Moseley

Signed by

Paul M Taylor

Signed by Oxford Technology 2 Venture Capital Trust Plc

acting by _____

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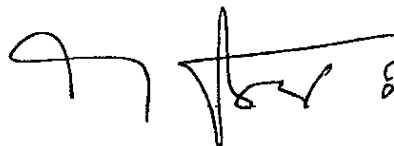
acting by _____

Signed by

David J Moseley

Signed by

Paul M Taylor

 21/05/2012.

Signed by Oxford Technology 2 Venture Capital Trust Plc

acting by _____

Signed by

Barbro Kristina Watson

Signed by

Rodney Ruston

Signed by

Nicholas Birch

Signed by

John Cucchi

Signed by Oxford Technology 4 VCT Plc

acting by _____

Signed by Oxford Technology Management Ltd

acting by _____

Signed by

Chao-Yu Yeh

Signed by Early Advantage Limited Partnership acting

by its general partner Millpoint Limited

Signed by New Wave Ventures LLP

acting by _____

Signed by

Paul Markgraf

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- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods -
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Company No 04059454

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTIONS

-of-

ORTHOGFM LIMITED

Shareholders Written Resolutions circulated on 13th August 2012 (the "Circulation Date") pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolution 1 is passed as an ordinary resolution and resolutions 2, 3 and 4 are passed as special resolutions (together, the "Resolutions")

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This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006

SPECIAL RESOLUTIONS

- 2 **THAT** article 4.1 of the Company's articles of association be disapplied in relation to the allotment of the New Shares
- 3 **THAT** the Company's articles of association be altered by
 - a) the inclusion of the following new defined term in article 2.1

"X Ordinary Shares" means the X ordinary shares of £0.001 each in the capital of the Company in the name of Wei-Jen Lo or his Permitted Transferee (as defined in article 3.5) from time to time "

- b) the inclusion of the following new article 3 4 and the re-numbering of each subsequent clause accordingly

"3 4 *Any X Ordinary Shares in issue shall carry the same rights and be subject to the same restrictions as those which apply from time to time to the ordinary shares, save that the X Ordinary Shares shall not carry any voting rights of any kind, including but not limited to, for the avoidance of doubt any entitlement to attend or vote at any meetings of the members or to receive or vote on any written resolutions of the members "*

- c) the inclusion of the following new article 3 11

"3 11 *Upon the completion of any transfer of X Ordinary Shares by Wei-Jen Lo or his Permitted Transferee which is in accordance with these Articles ("X Ordinary Transfer"), the X Ordinary Shares subject to the X Ordinary Transfer shall immediately convert to ordinary shares. For the avoidance of doubt this article shall not apply to a transfer of X Ordinary Shares shares by Wei-Jen Lo to a Permitted Transferee "*

- 4 **THAT** 300,000 ordinary shares of £0 001 in the capital of the Company, in the name of Wei-Jen Lo be re-designated to X Ordinary Shares with the rights and subject to the restrictions contained in the Company's articles of association

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David T Watson

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acting by _____

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John N Gripper

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Paul M Taylor

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Signed by

Rodney Ruston

Signed by

Nicholas Birch



3/9/12

Signed by

John Cucchi

Signed by Oxford Technology 4 VCT Plc

acting by _____

Signed by Oxford Technology Management Ltd

acting by _____

Signed by

Chao-Yu Yeh

Signed by Early Advantage Limited Partnership acting

by its general partner Millpoint Limited

Signed by New Wave Ventures LLP

acting by _____

Signed by

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Company No 04059454

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

-of-

ORTHOHEM LIMITED

13th

Shareholders Written Resolutions circulated on 9th August 2012 (the "Circulation Date") pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the Directors of the Company propose that the following resolution 1 is passed as an ordinary resolution and resolutions 2, 3 and 4 are passed as special resolutions (together, the "Resolutions")

ORDINARY RESOLUTION

- 1 **THAT** in accordance with section 551 of the Companies Act 2006, the Directors be generally and unconditionally authorised to allot up to 1,000,000 shares in the capital of the company comprising of either 'A' ordinary shares of £0.001 each or ordinary shares of £0.001 each up to an aggregate nominal amount of £1,000 ("New Shares") provided that this authority shall, unless renewed, varied or revoked by the Company expire 12 months following the date of these Resolutions, save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006

SPECIAL RESOLUTIONS

- 2 **THAT** article 4.1 of the Company's articles of association be disapplied in relation to the allotment of the New Shares

- 3 **THAT** the Company's articles of association be altered by

- a) the inclusion of the following new defined term in article 2.1

"X Ordinary Shares" means the X ordinary shares of £0.001 each in the capital of the Company in the name of Wei-Jen Lo or his Permitted Transferee (as defined in article 3.5) from time to time"

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Wei-Jen Lo



Signed by

David T Watson

Signed by

Barbro Kristina Watson

Signed by

Rodney Ruston

Signed by

Nicholas Birch

Signed by

John Cucchi

Signed by Oxford Technology 4 VCT Plc

acting by _____

Signed by Oxford Technology Management Ltd

acting by _____

Signed by

Chao-Yu Yeh

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Company No 04059454

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

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ORTHOGEN LIMITED

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SPECIAL RESOLUTIONS

- 2 **THAT** article 4.1 of the Company's articles of association be disapplied in relation to the allotment of the New Shares
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Signed by


Alan J Watson

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Wei-Jen Lo

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14/8/12

Signed by Oxford Technology 3 Venture Capital Trust Plc

acting by _____

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Company No 04059454

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

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ORTHOGEN LIMITED

CX FORD
TRUST
IAN
GRIFFIN

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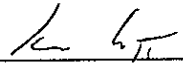
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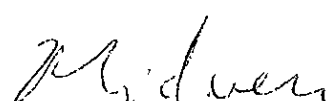
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- 4 **THAT** 300,000 ordinary shares of £0 001 in the capital of the Company, in the name of Wei-Jen Lo be re-designated to X Ordinary Shares with the rights and subject to the restrictions contained in the Company's articles of association

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The undersigned, being members of the Company entitled to vote on the above Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions

Agreement to the Written Resolutions

We, the undersigned, being persons entitled to vote on the above Resolutions, irrevocably agree to such Resolutions -

Signed by

Alan J Watson

Signed by

Wei-Jen Lo

Signed by

David T Watson

Signed by Oxford Technology 3 Venture Capital Trust Plc

acting by _____

Signed by

John N Gripper

Signed by

Anthony D Showell

Signed by The Oxford Trust

acting by _____

Signed by

Stephen D Bullock

Signed by The National Endowment for Science Technology and the Arts

acting by _____

Signed by

David J Moseley

Signed by

Paul M Taylor

Signed by Oxford Technology 2 Venture Capital Trust Plc

acting by _____

Signed by

Barbro Kristina Watson

Signed by

Rodney Ruston

Signed by

Nicholas Birch

Signed by

John Cucchi

Signed by Oxford Technology 4 VCT Plc

acting by _____

Signed by Oxford Technology Management Ltd

acting by _____

Signed by

Chao-Yu Yeh

Signed by Early Advantage Limited Partnership acting

by its general partner Millpoint Limited

Millpoint Limited

Signed by New Wave Ventures LLP

acting by _____

Signed by

Paul Markgraf

Notes -

- 1 If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods -
 - by hand delivering the signed copy to Paul Markgraf at Orthogem Limited, BioCity Nottingham, Pennyfoot Street, Nottingham, NG1 1GF
 - by post returning the signed copy to Paul Markgraf at Orthogem Limited, BioCity Nottingham, Pennyfoot Street, Nottingham, NG1 1GF
 - if you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply
- 2 Once you have indicated your agreement to the Resolutions, you may not revoke your agreement
- 3 Unless by 28 days from the Circulation Date, significant agreement has not been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date
- 4 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of authority when returning this document

Company No 04059454

THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

-of

ORIHOGEM LIMITED

Tim
Bullcock

Shareholders Written Resolutions circulated on 13th August 2012 (the 'Circulation Date') pursuant to Chapter 2 of Part 13 of the Companies Act 2006

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 the Directors of the Company propose that the following resolution 1 is passed as an ordinary resolution and resolutions 2 3 and 4 are passed as special resolutions (together the Resolutions)

ORDINARY RESOLUTION

- 1 THAT in accordance with section 551 of the Companies Act 2006 the Directors be generally and unconditionally authorised to allot up to 1 000 000 shares in the capital of the company comprising of either A ordinary shares of £0.001 each or ordinary shares of £0.001 each up to an aggregate nominal amount of £1 000 (New Shares) provided that this authority shall unless renewed varied or revoked by the Company expire 12 months following the date of these Resolutions save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired

This authority is in substitution for all previous authorities conferred on the Directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006

SPECIAL RESOLUTIONS

- 2 THAT article 4.1 of the Company's articles of association be disapplied in relation to the allotment of the New Shares
- 3 THAT the Company's articles of association be altered by
 - a) the inclusion of the following new defined term in article 2.1

" X Ordinary Shares" means the X ordinary shares of £0.001 each in the capital of the Company in the name of Wei-Jen Lo or his Permitted Transferee (as defined in article 3.5) from time to time "

- b) the inclusion of the following new article 3.4 and the re-numbering of each subsequent clause accordingly

3.4 *Any X Ordinary Shares in issue shall carry the same rights and be subject to the same restrictions as those which apply from time to time to the ordinary shares save that the X Ordinary Shares shall not carry any voting rights of any kind, including but not limited to for the avoidance of doubt any entitlement to attend or vote at any meetings of the members or to receive or vote on any written resolutions of the members."*

- c) the inclusion of the following new article 3.11

3.11 *Upon the completion of any transfer of X Ordinary Shares by Wei-Jen Lo or his Permitted Transferee which is in accordance with these Articles (X Ordinary Transfer) the X Ordinary Shares subject to the X Ordinary Transfer shall immediately convert to ordinary shares. For the avoidance of doubt this article shall not apply to a transfer of X Ordinary Shares shares by Wei-Jen Lo to a Permitted Transferee*

- 4 THAT 300 000 ordinary shares of £0.001 in the capital of the Company in the name of Wei-Jen Lo be re-designated to X Ordinary Shares with the rights and subject to the restrictions contained in the Company's articles of association

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

The undersigned being members of the Company entitled to vote on the above Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions

Agreement to the Written Resolutions

We the undersigned being persons entitled to vote on the above Resolutions, irrevocably agree to such Resolutions -

Signed by

Alan J. Watson

Signed by

Wei-Jen Lo

Signed by

David I. Watson

Signed by Oxford Technology 3 Venture Capital Trust Plc

acting by _____

Signed by

John N. Gripper

Signed by

Anthony D. Showell

Signed by The Oxford Trust

acting by _____

Signed by

Stephen D. Bullock

Signed by The National Endowment for Science Technology and the Arts

acting by _____

Signed by

David J. Mosley

Signed by

Paul M. Taylor

Signed by Oxford Technology 2 Venture Capital Trust Plc

acting by _____

Signed by

Barron Kristina Watson

Signed by

Rodney Ruston

Signed by

Nicholas Birch

Signed by

John Cuccchi

Signed by Oxford Technology 4 VCT Plc

acting by _____

Signed by Oxford Technology Management Ltd

acting by _____

Signed by

Chao-Yu Yeh

Signed by Early Advantage Limited Partnership acting

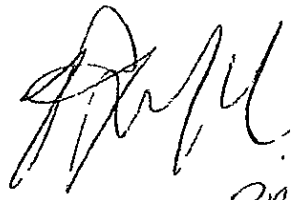
by its general partner Millpoint Limited

Signed by New Wave Ventures LLP

acting by _____

Signed by

Paul Markgraf



PALL MARKGRAF

Notes -

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