

Company number: 04516079

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**SPECIAL RESOLUTION**  
**of**  
**OXFORD IMMUNOTEC LIMITED**  
**(the "Company")**  
**(Passed on 04 October 2016)**

---

On 04 October 2016, the following resolution was passed as a special resolution pursuant to Chapter 2 of Part 13 of the Companies Act 2006 by the sole member of the Company

**SPECIAL RESOLUTION**

**THAT**, the articles of association of the Company be amended by the insertion of a new clause 15 which shall read as follows

**15. Secured Party Transfer**

*15.1 Notwithstanding anything contained in these Articles (including, for the avoidance of doubt, the Model Articles) the directors shall not decline to register any transfer of shares, nor may they suspend such registration, where such transfer.*

*(a) is to any Secured Party, or*

*(b) is delivered to the Company for registration by any Secured Party in order to perfect its security over the shares in compliance with the terms of any document creating such security,*

*(c) is executed by a Secured Party pursuant to the power of sale or otherwise under such security,*

*and furthermore notwithstanding anything to the contrary contained in these Articles no transferor of any shares in the Company (or proposed transferor of such shares) to a Secured Party shall be required to offer the shares which are or are to be the subject of any such aforementioned transfer to the shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under the Articles or otherwise howsoever to require such shares to be transferred to them whether for consideration or not. Furthermore, notwithstanding anything contained in these Articles, the Company and the directors shall not be entitled to exercise any lien which the Company has in respect of such shares*



15.2 In this article 15, *Secured Party* means any bank or financial institution (including, without limitation, MidCap Financial Trust) to which a security interest has been granted over the shares in the Company, or any nominee, receiver or other entity acting on its behalf"

A copy of the articles association with the above amendment incorporated is attached to this print of the resolutions as Annex I.



Company Secretary