

## RESOLUTIONS OF OMEGA DIAGNOSTICS GROUP PLC (Company)

Registered Number: 5017761

Registered Office: 1 Fleet Place London, EC4M 7WS

The following resolutions were duly passed at a duly convened Annual General Meeting of the Company held on 22 October 2019 at Omega House at 11.00 a.m., at Hillfoots Business Village Alva, Clackmannanshire FK12 5DQ:


### ORDINARY RESOLUTION

1. That in accordance with section 551 of the Companies Act 2006 the Directors be generally and unconditionally authorised to allot shares in the Company or grant rights to subscribe for or convert any security into shares in the Company ("Rights") up to an aggregate nominal amount of £2,004,093.44 ordinary shares of 4 pence ("Ordinary Shares") each provided that this authority shall, unless, renewed, varied or revoked by the Company, expire on the conclusion of the next annual general meeting of the Company or, if earlier, on 31 October 2020 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted or Rights to be granted and the Directors may allot shares or grant Rights in pursuance of any 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 551 of the Companies Act 2006, but without prejudice to any allotment already made or to be made pursuant to such authority.

### SPECIAL RESOLUTION

2. That, conditional upon the passing of resolution 1 above, and in accordance with section 570 of the Companies Act, the Directors be generally empowered to allot equity securities (as defined in section 560 of the Companies Act 2006) pursuant to the authority conferred by resolution 1 as if section 561(1) of the Companies Act 2006 did not apply to any such allotment, provided that this power shall be limited to:
  - 2.1. the allotment of equity securities in connection with an issue in favour of the holders of Ordinary Shares where the equity securities respectively attributable to the interests of all holders of Ordinary Shares are proportionate (as nearly as may be) to the respective number of Ordinary Shares held by them but subject to such exclusions or arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements arising or any legal or practical problems under the laws of any overseas territory or the requirements of any regulatory body or stock exchange; and
  - 2.2. the allotment of Ordinary Shares otherwise than pursuant to sub paragraph 2.1 above up to an aggregate nominal amount of £300,614.00,

and provided that this power shall, unless renewed, varied or revoked by the Company, expire on the conclusion of the next annual general meeting of the Company or, if earlier, 31 October 2020, save that the Company may, before such expiry, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired.



Kieron Harbinson  
Company Secretary

Date

