

**COMPANIES ACT 2006
SPECIAL/WRITTEN/ORDINARY RESOLUTION**

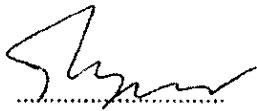
Company number: 05386273

Company name: OXFORD NANOPORE TECHNOLOGIES LIMITED

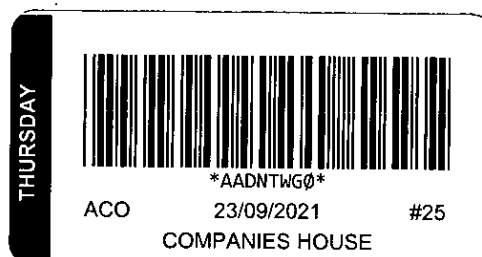
On the 23rd day of August 2021, the following special/written/~~ordinary~~ resolutions were agreed and passed by the members:

Please see special resolutions attached to this form.

Signed by Tim Cowper for and on behalf of OXFORD NANOPORE TECHNOLOGIES LIMITED



Director



Shareholder Written Resolutions

Written Resolutions under Companies Act 2006

Company number 05386273

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

OXFORD NANOPORE TECHNOLOGIES LIMITED (the "Company")

27 July 2021 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolutions are passed as special resolutions as specified below (the "**Resolutions**").

SPECIAL RESOLUTIONS

RESOLUTION 1: TO APPROVE THE COMPANY'S RE-REGISTRATION AS A PLC

THAT:

- (A) the Company be re-registered as a public limited company under the Companies Act 2006; and
- (B) subject to and conditional on the re-registration set out in paragraph (A) coming into effect, the name of the Company be changed to Oxford Nanopore Technologies plc.

RESOLUTION 2: TO ADOPT INTERIM PLC ARTICLES OF ASSOCIATION

THAT, subject to and with effect from the Company's re-registration as a public limited company under the Companies Act 2006, the regulations contained at the Appendix to these resolutions (the "**Interim PLC Articles**") be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association of the Company.

INFORMATION REQUIRED TO COMPLY WITH SECTION 291(4) COMPANIES ACT 2006

1. Eligible members are the members who would have been entitled to vote on the resolutions on the circulation date of the written resolutions.
2. The circulation date of the written resolutions is 27 July 2021 (the “**Circulation Date**”).
3. The procedure for signifying agreement by eligible members to a written resolution is as follows:
 - (A) a member signifies his/her/its agreement to a proposed written resolution when the Company receives from him/her/it (or someone acting on his/her/its behalf) an authenticated document –
 - (i) identifying the resolution to which it relates, and
 - (ii) indicating his/her/its agreement to the resolution;
 - (B) the document must be sent to the Company in hard copy form or in electronic form;
 - (C) a member’s agreement to a written resolution, once signified, may not be revoked; and
 - (D) a written resolution is passed when the required majority of eligible members have signified their agreement to it.
4. Generally the period for agreeing to a written resolution before it lapses is the period of 28 days beginning with the Circulation Date (see section 297 Companies Act 2006). Eligible members should signify their agreement to the written resolutions within this period.