Company number: 5822706

THE COMPANIES ACT 2006

PUBLIC COMPANY LIMITED BY SHARES

RESOLUTIONS OF CIRCASSIA PHARMACEUTICALS PLC

(passed on 4 January 2019)

At a general meeting of Circassia Pharmaceuticals plc (the **Company**) duly convened and held at Northbrook House, Robert Robinson Avenue, Oxford Science Park, Oxford, OX4 4GA on 4 January 2019, the following special resolution was duly passed.

Unless expressly stated otherwise, terms defined in the circular of the Company dated 10 December 2018 (the Circular) shall have the same meaning when used herein.

SPECIAL RESOLUTION

THAT the directors of the Company (the Directors) be and are hereby authorised to:

- (a) cancel the listing of the ordinary shares in the capital of the Company on the premium segment of the Official List of the Financial Conduct Authority and to remove such ordinary shares from trading on London Stock Exchange plc's Main Market for listed securities; and
- (b) apply for admission of said ordinary shares to trading on AIM, a market operated by London Stock Exchange plc.

Director

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