

Company No. 09420705

## Written Resolutions of Proton Partners International Limited (the "Company")

Circulation Date: 3 October 2016

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, it is proposed that the following ordinary and special resolutions (together the "Resolutions") be passed

### Ordinary resolution

- 1 THAT the directors of the Company are generally and unconditionally authorised for the purposes of section 551 of the Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company provided that
- (a) the maximum nominal amount of shares that may be allotted under this authorisation is £52,174, and
  - (b) this authorisation shall, unless previously revoked by the Company, expire on the fifth anniversary of the date of this resolution, save that the Company may, at any time before such expiry, make offers or enter into agreements which would or might require shares to be allotted after such expiry and the directors of the Company may allot shares in pursuance of any such offer or agreement as if this authorisation had not expired,

and all subsisting authorisations for the purposes of section 551 of the Companies Act 2006 are revoked

### Special resolution

- 1 THAT subject to Resolution 1 above being approved, the directors of the Company are empowered in accordance with Article 29.2 of the Company's articles of association (the "Articles") to allot shares in the Company pursuant to the authorisation conferred by Resolution 1 above, as if the provisions of Article 29 of the Articles (including any rights of pre-emption) did not apply to the allotment, such power to cease to have effect on the expiry of that authorisation save that the Company may before the expiry of that authorisation make an offer or agreement which would or might require such securities to be allotted after the expiry of that authorisation and the directors of the Company may allot such securities in pursuance of any such offer or agreement as if the power conferred by this resolution had not expired

Please read the Notes below before signifying your agreement to the Resolutions

The undersigned, being an "eligible member" (as defined in section 289 of the Companies Act 2006) and entitled to vote on the Resolutions on the circulation date specified above, irrevocably agrees to the Resolutions



For and on behalf of  
**FANNIGAN HOLDINGS LIMITED**

Date 2016

For and on behalf of  
**HEALTHCARE PARTNERS INTERNATIONAL LLC**


Date 2016

**PROFESSOR KAROL SIKORA**

Date 2016

**MIKE MORAN**

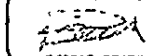
Date 2016

 SZAMSON - DIRECTOR

For and on behalf of  
**THE WALES LIFE SCIENCES INVESTMENT FUND LP** acting by its general partner **ARTHURIAN LIFE SCIENCES LIMITED**

Date 2016

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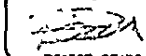
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For and on behalf of

**WOODFORD INVESTMENT MANAGEMENT <sup>Ltd</sup> LLP** as agent for and on behalf of **CF WOODFORD EQUITY INCOME FUND**, a sub fund of **CF WOODFORD INVESTMENT FUND**

Date 2016

DocuSigned by



D6370E1FF4B941C

For and on behalf of

**WOODFORD INVESTMENT MANAGEMENT <sup>Ltd</sup> LLP** as agent for and on behalf of **WOODFORD PATIENT CAPITAL TRUST PLC**

Date 2016



For and on behalf of  
**FANNIGAN HOLDINGS LIMITED**

Date: *3<sup>rd</sup> October* 2016 *Christiana Kouppi*

For and on behalf of  
**HEALTHCARE PARTNERS INTERNATIONAL LLC**

Date 2016

For and on behalf of  
**PROFESSOR KAROL SIKORA**

Date 2016

For and on behalf of  
**MIKE MORAN**

Date 2016

For and on behalf of  
**THE WALES LIFE SCIENCES INVESTMENT FUND LP** acting by its general partner **ARTHURIAN LIFE SCIENCES LIMITED**

Date 2016

For and on behalf of  
**WOODFORD INVESTMENT MANAGEMENT LLP** as agent for and on behalf of **CF WOODFORD EQUITY INCOME FUND**, a sub fund of **CF WOODFORD INVESTMENT FUND**

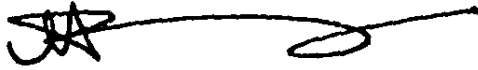
Date 2016

For and on behalf of  
**WOODFORD INVESTMENT MANAGEMENT LLP** as agent for and on behalf of **WOODFORD PATIENT CAPITAL TRUST PLC**

Date 2016

For and on behalf of  
**FANNIGAN HOLDINGS LIMITED**

Date 2016



For and on behalf of **Gordon Baltzer**  
**HEALTHCARE PARTNERS INTERNATIONAL LLC**

Date **October 3,** 2016

**PROFESSOR KAROL SIKORA**

Date 2016

**MIKE MORAN**

Date 2016

For and on behalf of  
**THE WALES LIFE SCIENCES INVESTMENT FUND LP** acting by its general partner **ARTHURIAN LIFE SCIENCES LIMITED**

Date 2016

For and on behalf of  
**WOODFORD INVESTMENT MANAGEMENT LLP** as agent for and on behalf of **CF WOODFORD EQUITY INCOME FUND, a sub fund of CF WOODFORD INVESTMENT FUND**

Date 2016

For and on behalf of  
**WOODFORD INVESTMENT MANAGEMENT LLP** as agent for and on behalf of **WOODFORD PATIENT CAPITAL TRUST PLC**

Date 2016

For and on behalf of  
**FANNIGAN HOLDINGS LIMITED**

Date 2016

For and on behalf of  
**HEALTHCARE PARTNERS INTERNATIONAL LLC**

Date 2016



**PROFESSOR KAROL SIKORA**

Date *J.M. Moran* 2016

**MIKE MORAN**

Date 2016

For and on behalf of  
**THE WALES LIFE SCIENCES INVESTMENT FUND LP** acting by its general partner **ARTHURIAN LIFE SCIENCES LIMITED**

Date 2016

For and on behalf of  
**WOODFORD INVESTMENT MANAGEMENT LLP** as agent for and on behalf of **CF WOODFORD EQUITY INCOME FUND**, a sub fund of **CF WOODFORD INVESTMENT FUND**

Date 2016

For and on behalf of  
**WOODFORD INVESTMENT MANAGEMENT LLP** as agent for and on behalf of **WOODFORD PATIENT CAPITAL TRUST PLC**

Date 2016

For and on behalf of  
**ION BEAM APPLICATIONS SA**

Date 2016

For and on behalf of  
**WESTERN PROVIDENT ASSOCIATION**

Date 2016



For and on behalf of  
**GLOBAL HEALTHCARE LIMITED**

Date 16/10/ 2016

For and on behalf of  
**PHILIPS ELECTRONICS UK LIMITED**

Date 2016

For and on behalf of  
**ION BEAM APPLICATIONS SA**

Date 2016

For and on behalf of  
**WESTERN PROVIDENT ASSOCIATION**

Date 2016

For and on behalf of  
**GLOBAL HEALTHCARE LIMITED**

Date 2016

  
For and on behalf of  
**PHILIPS ELECTRONICS UK LIMITED**

Date 14<sup>th</sup> October 2016

  
For and on behalf of  
**ION BEAM APPLICATIONS SA**

Date 4 Octobre 2016

Olivier LEGRAIN  
Chief Executive Officer  
IBA sa



For and on behalf of  
**WESTERN PROVIDENT ASSOCIATION**

Date 2016

For and on behalf of  
**GLOBAL HEALTHCARE LIMITED**

Date 2016

For and on behalf of  
**PHILIPS ELECTRONICS UK LIMITED**

Date 2016





#### NOTES:

1. You can choose to agree to all of the Resolutions or none of them, but you cannot agree to only some of the Resolutions. If you agree to all of 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.

**Post** returning the signed copy by post to Mike Moran at Life Sciences Hub Wales, 3 Assembly Square, Bntannia Quay, Cardiff, South Glamorgan, CF10 4PL

**Email** attaching a scanned copy of the signed document to an email and sending it to Mike Moran@proton-int.com Please enter "Written resolution – reference "Proton" in the email subject box.

2. If you do not agree to the Resolutions, you do not need to do anything and you will not be deemed to agree if you fail to reply
3. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement
4. Unless within 28 days of the circulation date sufficient agreement has been received for the Resolutions to be passed, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches the Company before or during this date
5. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members of the Company
6. 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 attorney or authority when returning this document