

Company number: 09694988  
Private Company Limited by Shares  
Written Resolutions  
of

Argonaute RNA Limited (the Company)

MONDAY



Circulated on: 23 October 2023 (Circulation Date)

Date passed: 23 October 2023

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the directors of the Company propose that resolutions 1 and 2 below be passed as special resolutions, and that resolutions 3 and 4 be passed as ordinary resolutions (together the Resolutions):

### Special Resolutions

#### 1 Disapplication of pre-emption rights

THAT any pre-emption rights contained in the articles of association of the Company or otherwise shall not apply to the issue and allotment of shares in the capital of the Company, provided that this power shall be limited to the issue and allotment of the shares authorised to be issued under Resolution 3 below.

#### 2 Disapplication of pre-emption rights

THAT any pre-emption rights contained in the articles of association of the Company or otherwise shall not apply to the issue and allotment of shares in the capital of the Company, provided that this power shall be limited to the issue and allotment of the shares authorised to be issued under Resolution 4 below.

### Ordinary Resolutions

#### 3 Authority to allot

THAT in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares up to 1,369,863 ordinary shares of £0.000064 each in the capital of the Company (having the rights set out in the articles of association), provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31<sup>st</sup> March 2024 save that the Company may, before such expiry, make an offer or agreement 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 notwithstanding that the power conferred by this resolution has expired.

#### 4 Authority to allot - share option scheme

THAT in accordance with section 551 of the Act, the directors of the Company be generally and unconditionally authorised to allot shares up to 525,676 ordinary shares of £0.000064 each in the capital of the Company (having the rights set out in the articles of association), provided that this authority shall, unless renewed, varied or revoked by the Company, expire on the tenth anniversary of the Circulation Date save that the Company may, before such expiry, make an offer or agreement 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 notwithstanding that the power conferred by this resolution has expired.

## Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date hereby irrevocably agree to the Resolutions:

Date

23

October 2023

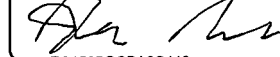
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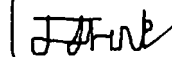
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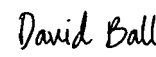
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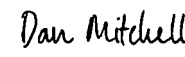
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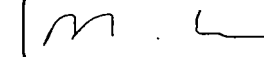
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Being 75% of the voting shares  
duly present.