

Company number: 10038393

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

BIOEXCEL PUBLISHING LIMITED (Company)

16 May 2017 (Circulation Date)

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (**Act**), the directors of the Company propose that resolution 1 below is passed as a special resolution and resolution 2 below is passed as an ordinary resolution (**Resolutions**).

SPECIAL RESOLUTION

1. THAT, in accordance with section 569 of the Companies Act 2006 (CA 2006), the directors of the Company be generally empowered to allot equity securities (as defined by section 560 of the CA 2006) as if section 561 of the CA 2006 did not apply to any such allotment provided that the authority granted by this resolution shall cease to have effect where:
 - a. this power is revoked;
 - b. the Company ceases to be a private company limited by shares; or
 - c. there is more than one class of shares in the Company.

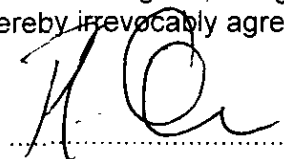
ORDINARY RESOLUTION

2. THAT the 1 ordinary share of £1.00 in the issued share capital of the Company be sub-divided into 100,000 ordinary shares of £0.00001 each, such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the existing ordinary share of £1.00 in the capital of the Company as set out in the Company's articles of association for the time being.

AGREEMENT

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

I the undersigned, being the sole shareholder of the Company on the Circulation Date, hereby irrevocably agree to the Resolutions:


Peter Clarke

16 May 2017
Date



P.L. CLARKE
.....
Name of shareholder

.....
Name and title of signatory (corporate
shareholders only)

NOTES

1. If you agree to 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:

- **By Hand:** delivering the signed copy to Attention: Peter Clarke, Bioexcel Publishing Limited, Plaza Building, Lee High Road, London, SE13 5PT.
- **Post:** returning the signed copy by post to Attention: Peter Clarke, Bioexcel Publishing Limited, Plaza Building, Lee High Road, London, SE13 5PT.
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to pclarke@pclarke.biz. Please enter "Written Resolutions" in the e-mail subject box.

If you do not agree to the Resolutions, you do not need to do anything, you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Unless, by the date 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.
4. 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.
5. 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.