

COMPANY NUMBER: 10217518

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

ROMA PHARMACEUTICALS LIMITED

("Company")

CIRCULATED ON 23rd of December 2020

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("Act"), the directors of the Company propose the resolution below be passed as a special resolution:

SPECIAL RESOLUTION

1. **THAT**, in accordance with section 569 of the Act, the directors be generally empowered to allot the equity securities (as defined by section 560 of the Act) being ordinary shares of £1.00 each in the capital of the Company ("**Ordinary Shares**") in the following proportions:

- (i) 10 Ordinary Shares to Roland Brown;
- (ii) 10 Ordinary Shares to Mark Cresswell; and
- (iii) 5 Ordinary Shares to Philip Wright

as if section 561 of the Act did not apply to any such allotment.

2. **THAT** the articles of association attached to this written resolution be 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.

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

We, the undersigned, were at the time the resolutions were circulated entitled to vote on the resolutions and irrevocably agree to the resolutions.

Signed.....

ROLAND ALEXANDER BROWN

Date.....23/12/2020

Signed.....

MARK CRESSWELL

Date.....24/12/2020

EXPLANATORY NOTES FOR SHAREHOLDERS

- 1 If you agree to the resolutions, please signify your agreement by signing and dating this document where indicated above and returning it to the Company by using one of the following methods:

- 1.1 **BY HAND:** by delivering the signed copy to Roma Pharmaceuticals Limited at Ground Floor, Gibraltar House Crown Square, First Avenue, Centrum One Hundred, Burton-On-Trent, England, DE14 2WE.

OR

- 1.2 **BY POST:** by returning the signed copy by post to Roma Pharmaceuticals Limited at Ground Floor, Gibraltar House Crown Square, First Avenue, Centrum One Hundred, Burton-On-Trent, England, DE14 2WE.

If you do not agree to the above resolutions, you do not need to do anything.

- 2 Once you have signified your agreement to the resolutions, you may not revoke your agreement.
- 3 Unless, by the date at the end of the 28 day period beginning on 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 signification of your agreement reaches us before or on this date.

WAC