

Company Number: 10238425

GAMMADELTA THERAPEUTICS LTD

(the "Company")

SOLE MEMBER'S WRITTEN RESOLUTION

1 August 2022 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that resolution 1 below is passed as an ordinary resolution and resolutions 2 and 3 below are passed as special resolutions (the "Resolutions").

ORDINARY RESOLUTION

1. THAT the directors be and are generally and unconditionally authorised for the purpose of section 551 Companies Act 2006 to exercise all the powers of the Company to allot shares in the Company, or to grant rights to subscribe for or to convert any security into shares in the Company ("**Rights**"), up to an aggregate nominal amount of GBP 10,000,000 for a period expiring 5 years from the date of this resolution save that the Company may before the expiry of this authority make an offer or agreement that would or might require shares to be allotted or Rights to be granted after that expiry and the directors may allot shares or grant Rights in pursuance of that offer or agreement as if the authority conferred by this resolution had not expired.

SPECIAL RESOLUTION

2. THAT in accordance with section 630 Companies Act 2006 we, being the sole member of the Company, hereby irrevocably consent to and sanction the passing of resolution 3 below and every variation, modification or abrogation of the rights, privileges and restrictions attaching to each of the G1 Growth shares of GBP 0.001 each, G2 Growth shares of GBP 0.001 each, Preferred shares of GBP 0.001 each, and Ordinary shares of GBP 0.001 each, as a class/ classes of shares which will or may be effected thereby.

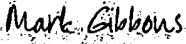
3. THAT the articles of association of the Company contained in the document attached to this resolution be adopted as the new articles of association of the Company in substitution for, and to the exclusion of, all the existing articles of association of the Company.

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

(signature page follows)

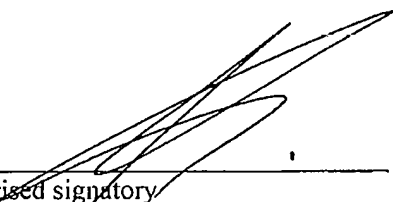


BY ORDER OF THE BOARD

DocuSigned by:

PBF291211819400.....
Director

AGREEMENT

WE THE UNDERSIGNED, being the sole member of the Company entitled to vote on the Resolutions on the Circulation Date HEREBY IRREVOCABLY AGREE to the Resolutions.



duly authorised signatory
for and on behalf of **TAKEDA**
PHARMACEUTICAL COMPANY
LIMITED

Costa Saroukos

Dated:1 August 2022.....

NOTES

1. To signify your agreement to the Resolution you should sign and date this document where indicated above and return it to the Company.
2. Once you have signified your agreement to the Resolution, you may not revoke your agreement.
3. Unless, within 28 days after the Circulation Date, sufficient agreement has been received for the Resolutions to pass, they will lapse.