

Company number: 10366466

**THE COMPANIES ACT 2006**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS**

of

**SITRYX THERAPEUTICS LIMITED (the "Company")**

Circulation Date: 21 December 2017

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

**ORDINARY RESOLUTION**

1. THAT, with effect from the passing of this ordinary resolution, each ordinary share of £0.01 in the capital of the Company (of which the Company's initial subscriber share issued to Houman Ashrafian upon the incorporation of the Company is the sole ordinary share in issue) be subdivided into one hundred (100) new ordinary shares of £0.0001 each in the capital of the Company.

**SPECIAL RESOLUTION**

2. THAT, the board of directors are hereby authorised, pursuant to section 551 of the Act, to allot and issue up to 2,000,000 ordinary shares of £0.0001 each in nominal value (the "**Initial Subscription Shares**") and that, with effect from the passing of this special resolution, the pre-emption provisions under section 561 of the Act shall be disapplied in respect of the allotment and issue of such Initial Subscription Shares. The authority conferred on the board of directors by this resolution shall expire on the fifth anniversary of the passing of this resolution.

*[Remainder of page left intentionally blank]*



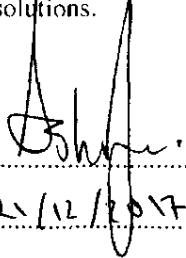
## AGREEMENT

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

The undersigned, being the person entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agrees to each of the Resolutions.

**HOUMAN ASHRAFIAN**

Date

  
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21/12/2017  
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