

The Companies Act 2006  
Company Limited by Shares

**WRITTEN RESOLUTION**

of

**OXYNTIX LIMITED**

**COMPANY NUMBER: 07555858 (THE COMPANY)**

PASSED ON 22 NOVEMBER 2013

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On 22 November 2013, the following resolutions in writing were duly passed by members representing 75% of the total voting rights of eligible members of the Company pursuant to sections 288 to 300 Companies Act 2006

**ORDINARY RESOLUTION**

**1 AUTHORITY TO ALLOT**

THAT, in accordance with section 551 of the Companies Act 2006 the directors of the Company (**Directors**) be generally and unconditionally authorised to allot A ordinary shares of £0 001 each in the Company ("**A Shares**") up to an aggregate number of 16,940 A Shares provided that this authority shall, unless renewed, varied or revoked by the Company, expire on 31 December 2013 save that the Company may, before such expiry, make an offer or agreement which would or might require shares to be allotted and the Directors may allot shares in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired This authority is in addition to all previous authorities conferred on the Directors in accordance with section 551 of the CA 2006

**SPECIAL RESOLUTION**

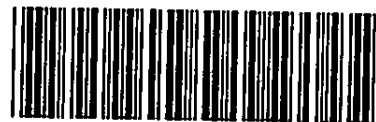
**2 PRE-EMPTION WAIVER**

That subject to the passing of Resolution 1 above, the rights of pre-emption contained in article 9 3 of the Company's Articles of Association be waived for the purpose of allotting up to 16,940 A Shares at any time prior to 31 December 2013



[Secretary/Director]

WEDNESDAY



A06 27/11/2013 #297  
COMPANIES HOUSE