



THE COMPANIES ACT 2006

ANDROV LIMITED

WRITTEN RESOLUTION

OF

ANDROV LIMITED ("the Company")

Company Number – 4973595

Dated this **5th day of May 2020**

We, the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the following Resolution as a Special Resolution and agree that the said Resolution shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

THAT:-

That the Company hereby approve a share for share exchange and that 1 issued share held by JONATHAN LUMLEY-KELLY in the issued share capital of the Company be transferred to DERMFIX LIMITED (ROI COMPANY) in exchange for the allotment of 1 new share in DERMFIX LIMITED (ROI COMPANY) to rank pari passu with their existing shareholdings. Any Pre-emption rights existing in the Articles of Association shall be disapplied for this transaction.

The shareholders shall be required to transfer their shareholding by the execution of a stock transfer form in favour of DERMFIX LIMITED (ROI COMPANY) and in return, shares in DERMFIX LIMITED (ROI COMPANY) shall be allotted as follows:-

1. JONATHAN LUMLEY-KELLY RECEIVES 1 NEW ALLOTTED SHARE IN DERMFIX LIMITED (ROI COMPANY) IN EXCHANGE FOR HIS 1 SHARE BEING TRANSFERRED TO DERMFIX LIMITED (ROI COMPANY)

Signature.....
Name: JONATHAN LUMLEY-KELLY





NOTES TO THE MEMBERS

1. If you agree with the Resolution, please indicate your agreement by signing and dating this document where indicated above, and return the signed version either by hand to the Company Secretary.

You may not return the Resolution to the Company by any other method.

If you do not agree to the Resolution, you do not need to do anything: you will not be deemed to agree if you fail to reply or sign.

2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.

3. Unless, by the **12th day of May 2020**, sufficient agreement has been received for the Resolution to pass, it will lapse. If you agree to the Resolution, please ensure that your agreement reaches us before or during this date.