

Company No 4315434

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of

iMORPHICS LIMITED (the "Company")



ORDINARY RESOLUTIONS

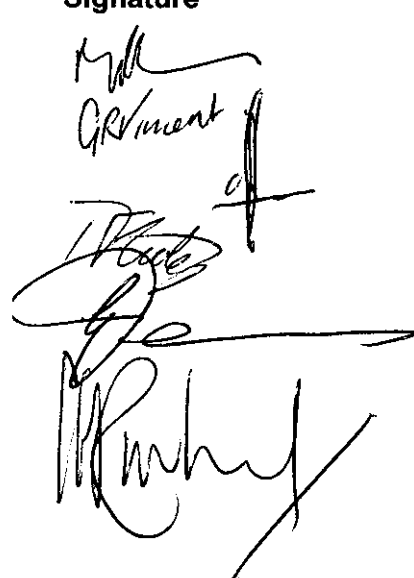
WE, the undersigned, being all the members of the Company for the time being entitled to attend and vote at General Meetings, hereby pass the following resolutions and agree that the said resolutions shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held:-

1. THAT the authorised share capital of the Company be hereby increased from £188,191 to £188,351 by the creation of 1,600 new 'A' Ordinary Shares of £0.10 each ranking pari passu in all respects with the existing 'A' ordinary shares in the capital of the Company.
2. THAT, in substitution for any previous authority, the Directors be hereby generally and unconditionally authorised, in accordance with section 80 Companies Act 1985, to allot relevant securities (as defined in that section) up to the amount of the authorised share capital of the Company at the date of passing of this resolution, provided that this authority will expire on the date being five years from the date on which this resolution is passed, but the Company may before this authority expires make an offer or agreement which would or might require relevant securities to be allotted after this authority expires and the Directors may allot relevant securities pursuant to such offer or agreement as if this authority had not expired.

SPECIAL RESOLUTION

3. THAT, subject to the passing of resolution 2 the Directors be hereby given power in accordance with section 95 Companies Act 1985 and Article 4C of the Company's articles of association to allot equity securities (within the meaning of section 94 of that Act) pursuant to the authority conferred by resolution 2 above as if section 89(1) of the Act did not apply to the allotment provided that such power shall expire on the date being five years from the date on which this resolution is passed unless previously renewed, varied or revoked by the Company in general meeting but the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.

Date
15th July 2022

Signature


Name of Shareholder
Michael Bowes
Graham Vincent
Christopher Taylor
Timothy Cootes
The Victoria University of Manchester
UMIST