

**PRIVATE COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

of

**BEHAVIOURAL TECHNOLOGIES LIMITED**  
(the Company)

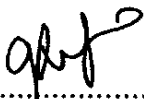
**Circulated on: 15 October 2019**

**Passed on: 16 October 2019**

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the Act) and the articles of association of the Company, the resolution below was duly passed as a special resolution by those members of the Company eligible to vote on such resolution.

**SPECIAL RESOLUTION**

**THAT**, in accordance with article 29.2 of the articles of association of the Company, the pre-emption rights pursuant to article 29 be, and hereby are, waived in relation to the allotment of 45,000 ordinary shares of £0.00001 each in the issued capital of the Company (**Ordinary Shares**) and the grant of warrants over (and subject allotment on exercise of such warrants) 116,538 Ordinary Shares to Richard Kleiner.

  
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Director

Date: 16 OCTOBER 2019

