

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of

SHIELD THERAPEUTICS PLC

Each subscriber to this Memorandum of Association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber	Authentication by each subscriber
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Mr Carl Sterritt	Mr Carl Sterritt
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Mr Richard Jones	Mr Richard Jones
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Dated 3/9/2015