

**GEMINA LABORATORIES LTD.**

**(the "Company")**

**DIRECTORS' CONSENT RESOLUTIONS IN WRITING**

Pursuant to the powers vested in the Board of Directors by the Articles of the Company, the following resolutions are hereby passed as evidenced by the signatures hereto of all the directors of the Company entitled to vote on the matters under consideration, and may be consented to in one or more counterparts (each signed by one or more directors) of which, together, such counterparts shall be deemed to constitute one instrument:

We, the undersigned, being all of the Directors of the Company hereby consent to and adopt in writing the following resolutions:

WHEREAS members of the Company's Audit Committee have reviewed and approved the Corporation's annual audited consolidated financial statements for the year ended January 31, 2022, together with the notes and the management's discussions and analysis and the Annual Information Form for the period (the "Annual Filings");

AND WHEREAS National Instrument 52-110 *Certification of Disclosure in Issuers' Annual and Interim Filings* requires that the Annual Filings, as that term is defined in the Instrument be certified by the Company's Chief Executive Officer and Chief Financial Officer in forms specified in NI 52-110 (the "Certifications");

IT IS HEREBY RESOLVED THAT:

1. The Annual Filings be adopted and approved.
2. Any two Directors of the Company be and they are hereby authorized and directed to sign the balance sheet forming a part of the annual audited consolidated financial statements on behalf of the Directors to evidence the approval of the Company;
3. The Chief Executive Officer and the Chief Financial Officer are hereby authorized to complete and execute the Certifications.
4. Any director or officer be and is hereby authorized to take all such steps as may be necessary to effect the purpose of these resolutions and complete the filing of the Annual Filings and Certifications on the SEDAR system.

DATED: May 30, 2022

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**JOHN DAVIES**

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**ROBERT GREENE**

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**JAMES TANSEY**

  
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**DAVID ROKOSS**

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**MARTIN CRONIN**