

Company No. 2774777

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

SPECIAL AND ORDINARY RESOLUTIONS

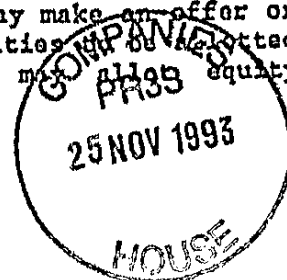
of

PEPTIDE THERAPEUTICS LIMITED

At an extraordinary general meeting of the Company held at Suite B3, Beech House, Melbourn Science Park, Melbourn, Cambs. SG8 6TB on 29th October 1993 the following resolutions were passed in the case of resolutions 1, 2 and 3 as special resolutions and in the case of resolutions 4 and 5 as ordinary resolutions.

SPECIAL RESOLUTIONS

1. THAT the memorandum of association of the Company be altered by the adoption of new clauses 3(i) and a new introduction to clause 3(ii) in the form of the annexed draft, initialled by the chairman for the purpose of identification, in substitution for existing clauses 3(i) and existing introduction to clause 3(ii).
2. THAT the 2 shares of £1 each in the share capital of the Company in issue immediately before the convening of this meeting be and are hereby converted into ordinary shares of £1 each AND THAT the 998 unissued shares of £1 each in the share capital of the Company be and are hereby designated as ordinary shares of £1 each, each such ordinary share having the rights and being subject to the restrictions set out in the Articles of Association of the Company as at the date hereof.
3. THAT in substitution for all existing authorities the Directors be and are hereby generally empowered pursuant to Section 95 of the Companies Act 1985 ("the Act") to allot equity securities (within the meaning of Section 94(2) of the Act) of the Company pursuant to the authority conferred by the Resolution numbered 5 below ("the Section 80 Authority") as if Section 89(1) of the Act did not apply to such allotment. This power expires when the Section 80 Authority is revoked or would, if not renewed, expire but the Company may make an offer or agreement which would or might require equity securities to be allotted after expiry of this power and the directors may allot equity securities in pursuance of that offer or agreement.



ORDINARY RESOLUTIONS

4. THAT the authorised share capital of the Company be increased to £1,500,000 by the creation of 1,499,000 ordinary shares of £1 each.
5. THAT in substitution for all existing authorities the directors be generally and unconditionally authorised, pursuant to section 80 of the Companies Act 1985 (the "Act"), to exercise all powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £1,499,998 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) on 28th October 1998 and to make an offer or agreement which would or might require relevant securities to be allotted after expiry and the directors may allot relevant securities pursuant to such offer or agreeer



CHAIRMAN