

No: 03071231

The Companies Act 1985

COMPANY LIMITED BY SHARES
ORDINARY AND SPECIAL RESOLUTIONS

1...LIMITED

Passed on 30 January 2006

At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at St John's Innovation Centre, Cowley Road, Cambridge on 30 January 2006, the following Resolutions were duly passed

ORDINARY RESOLUTION

- 1 THAT the directors are generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "Act"), to exercise any power of the Company to allot and grant rights to subscribe for or convert securities into shares of the Company up to the amount of the authorised but unissued share capital of the Company as at the date of the passing of this Resolution at any time or times during the period of five years from the date of the passing of this Resolution and the directors may, after that period, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company within the period. The authority hereby given may at any time (subject to section 80 of the Act) be renewed, revoked or varied by ordinary resolution of the Company in General Meeting

SPECIAL RESOLUTIONS

- 2 THAT the pre-emption rights on allotment of shares as set out in article 2(b) of the articles of association of the Company ("Article 2(b)") be and they are hereby disapplied for the purpose of the proposed allotment and issue of up to 58,333 ordinary shares of 0.25p each in the capital of the Company ("New Ordinary Shares"), but only for that purpose, and
- 3 THAT any Ordinary Shares offered to shareholders that are not accepted by them upon the terms of the Chairman's Letter shall be offered to such persons as the Directors may in their sole discretion determine without a further offer being made to Shareholders who had accepted the offer to subscribe for Ordinary Shares as is required under Article 2(b) (as amended by this resolution)



Company Secretary



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COMPANY LIMITED BY SHARES
ORDINARY AND SPECIAL RESOLUTIONS

1...LIMITED

Passed on 29 November 2007

At the Annual General Meeting of the Company held at St John's Innovation Centre, Cowley Road, Cambridge CB4 0WS on 29 November 2007 at 14 10 the following resolution was passed

SPECIAL RESOLUTION

THAT the pre-emption rights on the allotment of shares as set out in article 2(b) of the Articles of Association of the Company ("the Articles") be and are hereby disapplied for the purpose of the allotment and issue of ordinary shares of £0.0025 each in the capital of the Company pursuant to the exercise of conversion rights in respect of loans created and issued under the Convertible Loan Agreement and Second Convertible Loan Agreement dated 26 September and 3 October 2007 respectively between the Company and Sussex Research Limited as follows

	Loan	Rate of Conversion
Convertible Loan Agreement	£850,000	The lower of £13.50 or 90% of the price per share at which a Qualifying Investment takes place
Second Convertible Loan Agreement	£700,000	


Company Secretary