

Registered Number: 3625145

THE COMPANIES ACT

SOLEXA LIMITED
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION IN WRITING



The following Resolutions were duly agreed to by the members of the Company in accordance with Article 11.2 of the Articles of Association of the Company (as adopted by Special Resolution passed on 20 September 2001) as Ordinary Resolutions in the case of resolutions 1 and 2 and as a Special Resolution in the case of resolution 3 with effect from 3rd December 2002.

ORDINARY RESOLUTIONS

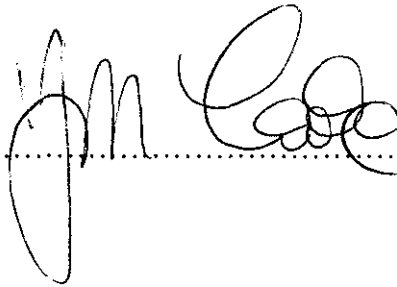
1. THAT the authorised share capital of the Company be increased from £18,365.00 to £19,121.28 by the creation of 302,513 Ordinary Shares of £0.0025 each having the rights and privileges as set out in the Articles of Association of the Company (as adopted by Special Resolution passed on 20 September 2001).
2. THAT with effect from the time of the passing of this resolution and in substitution for and to the entire exclusion of any previous granted authority the directors be unconditionally authorised pursuant to section 80, Companies Act 1985, to allot relevant securities subject always to the provisions of the Articles of Association of the Company provided that:
 - (a) the maximum nominal amount of relevant securities to be allotted in pursuance of such authority shall be 1,310,375 Ordinary shares;
 - (b) any allotment of relevant securities pursuant to (a) above shall be limited to allotments made pursuant to any employee share option scheme that the Company may have in place from time to time; and

- (c) this authority shall expire, unless sooner revoked or varied by the Company in general meeting, five years from the date hereof, save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

SPECIAL RESOLUTION

3. THAT pursuant to section 95(1) of the Companies Act 1985, section 89(1) of that Act shall not apply to any allotment of equity securities in the capital of the Company pursuant to the authority conferred by resolution 2 above.

Director

A handwritten signature in black ink, appearing to be 'J M Coe', is written over a dotted line. The signature is fluid and cursive.