

Registered Number: 3625145

THE COMPANIES ACT

SOLEXA LIMITED
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

WRITTEN RESOLUTION OF THE HOLDERS OF THE 'A'

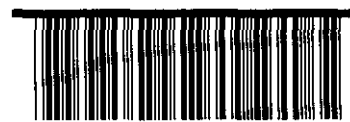
ORDINARY SHARES IN THE CAPITAL OF

SOLEXA LIMITED

We, the undersigned being all the persons holding "A" Ordinary Shares in the capital of the above named Company HEREBY UNANIMOUSLY RESOLVE that the following Resolution be passed as an Extraordinary Resolution.

EXTRAORDINARY RESOLUTION

THAT the holders of the "A" Ordinary Shares of £0.0025 each of Solexa Limited ("the Company") hereby consent to each and every abandonment or alteration of the rights attached to such shares as is or may be involved in the approval by the members of the Company of all the resolutions set out in the written resolutions of all shareholders, a copy of which is annexed hereto, and to the allotment by the Company of 4,444,444 'B' Preferred Shares of £0.0025 each for cash at a subscription price of £1.80 per share to the intent that such resolutions and allotment shall be binding on all the holders of such "A" Ordinary Shares.



Signed: _____

Date: _____

2004

For and on behalf of
Abingworth Bioventures II SICAV (in
liquidation) acting by two liquidators or one
liquidator and mandatory

Fernand HEIM
Mandatory

Gérard MULLER
Mandatory

Signed: _____

Date: _____

2004

For and on behalf of
Abingworth Bioventures III A LP
acting by its manager,
Abingworth Management Limited

Signed: _____

Date: _____

2004

For and on behalf of
Abingworth Bioventures III B LP
acting by its manager,
Abingworth Management Limited

Signed: _____

Date: _____

2004

Schroder Ventures International
Life Sciences Fund II LP1
by: Schroder Venture Manager Inc.
as General Partner

Signed: _____

Date: _____

2004

Schroder Ventures International Life
Sciences Fund II LP2
by: Schroder Venture Manager Inc.
as General Partner

Signed: _____

Date: 2004

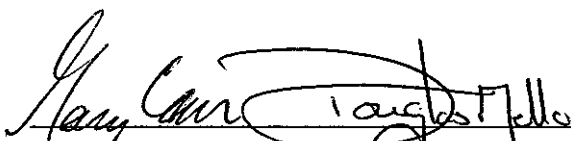
For and on behalf of
Abingworth Bioventures III A LP
acting by its manager,
Abingworth Management Limited

Signed: _____

Date: 2004

For and on behalf of
Abingworth Bioventures III B LP
acting by its manager,
Abingworth Management Limited

Signed:

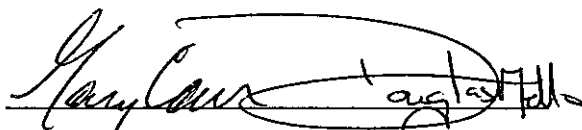


Date:

2 August 2004

Schroder Ventures International
Life Sciences Fund II LP1
By: Schroder Venture Managers Inc.
as General Partner
By: Gary Carr, Director & Vice President
By: Douglas Mello, Assistant Secretary

Signed:

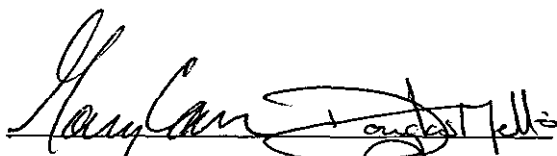


Date:

2 August 2004

Schroder Ventures International Life
Sciences Fund II LP2
By: Schroder Venture Managers Inc.
as General Partner
By: Gary Carr, Director & Vice President
By: Douglas Mello, Assistant Secretary

Signed:



Date:

2 August 2004

Schroder Ventures International Life
Sciences Fund II LP3

By: Schroder Venture Managers Inc.
as General Partner

By: Gary Carr, Director & Vice President

By: Douglas Mello, Assistant Secretary

Signed:



Date:

2 August 2004

SITCO Nominees Ltd - VC01903 as
nominee for Schroder Ventures International
Life Sciences Fund II Group Co-Investment
Scheme

By: Gary Carr, Director

By: Douglas Mello, Secretary

Signed:

Date:

2004

For and on behalf of
SV (nominee) Limited as Nominee for
Schroder Ventures Investments Limited

Signed:



Date:

2 August 2004

Schroder Ventures International Life
Sciences Fund II Strategic Partners LP

By: Schroder Venture Managers Inc.
as General Partner

By: Gary Carr, Director & Vice President

By: Douglas Mello, Assistant Secretary

Signed: _____ Date: 2004

Schroder Ventures International Life
Sciences Fund II LP3
by: Schroder Venture Manager Inc.
as General Partner

Signed: _____ Date: 2004

For and on behalf of
SITCO Nominees Ltd – VC01903 as
nominee for Schroder Ventures International
Life Sciences Fund II Group Co-Invest
Scheme

Signed:  _____ Date: 2004

For and on behalf of
SV (nominee) Limited as Nominee for
Schroder Ventures Investments Limited

Signed: _____ Date: 2004

Schroder Ventures International Life
Sciences Fund II Strategic Partners LP
by: Schroder Venture Manager Inc.
as General Partner

Signed: _____ Date: 2004

Oxford Bioscience Partners IV LP
by OBP Management IV LP
By:
Mark P Carthy – General Partner

Signed: _____ Date: 2004
Schroder Ventures International Life
Sciences Fund II LP3
by: Schroder Venture Manager Inc.
as General Partner

Signed: _____ Date: 2004
For and on behalf of
SITCO Nominees Ltd – VC01903 as
nominee for Schroder Ventures International
Life Sciences Fund II Group Co-Invest
Scheme

Signed: _____ Date: 2004
For and on behalf of
SV (nominee) Limited as Nominee for
Schroder Ventures Investments Limited

Signed: _____ Date: 2004
Schroder Ventures International Life
Sciences Fund II Strategic Partners LP
by: Schroder Venture Manager Inc.
as General Partner

Signed: Mark P. Carthy Date: 2004
Oxford Bioscience Partners IV LP
by OBP Management IV LP
By:
Mark P Carthy – General Partner

Signed: Mark P. Carthy Date: 2004
For and on behalf of
mRNA Fund II LP
by OBP Management IV LP
By:
Mark P Carthy – General Partner

Signed: _____ Date: 2004
For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II A LP

Signed: _____ Date: 2004
For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II B LP

Signed: _____ Date: 2004
For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II C LP

Signed: _____ Date: 2004
For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II D GmbH & Co KG

Signed: _____

Date:

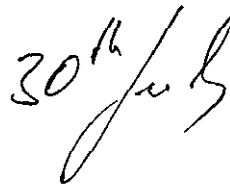
2004

For and on behalf of
mRNA Fund II LP
by OBP Management IV LP
By:
Mark P Carthy – General Partner

Signed:




Date:




2004

For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II A LP

Signed:



Date:



2004

For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II B LP

Signed:



Date:



2004

For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II C LP

Signed:




Date:



2004

For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II D GmbH & Co KG

Signed:

A handwritten signature in dark ink, appearing to be "J. L. Green", written over a horizontal line.

Date:

A handwritten date "10th July" in dark ink.

2004

For and on behalf of
Amadeus Capital Partners Limited
in its capacity as manager of
Amadeus II Affiliates Fund LP