

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
ORDINARY SHARES IN THE CAPITAL OF
SOLEXA LIMITED

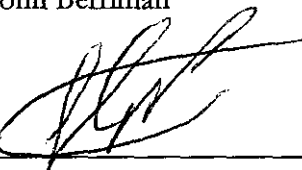
We, the undersigned being all the persons holding Ordinary Shares in the capital of the above named Company HEREBY UNANIMOUSLY RESOLVE that the following Resolution be passed as an Extraordinary Resolution.

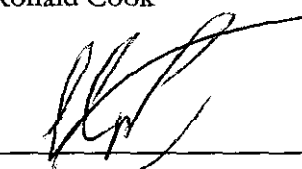
EXTRAORDINARY RESOLUTION


THAT the holders of the 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 Ordinary Shares.

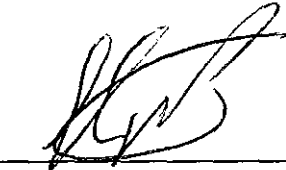


Signed:  AS ATTORNEY Date: 30/7/2004
John Berriman


Signed:  AS ATTORNEY Date: 30/7/2004
Ronald Cook


Signed:  AS ATTORNEY Date: 30/7/2004
Shankar Balasubramanian

Signed:  AS ATTORNEY Date: 30/7/2004
David Klenerman

Signed:  AS ATTORNEY Date: 30/7/2004
Alan Williamson

Signed: _____ Date: 2004
Timothy Rink

Signed:  AS ATTORNEY Date: 30/7/2004
Nicholas McCooke

Signed:  AS ATTORNEY Date: 30/7/2004
For and on behalf of
Cambridge University Technical Services
Limited

Signed: _____ Date: 2004
John Berriman

Signed: _____ Date: 2004
Ronald Cook

Signed: _____ Date: 2004
Shankar Balasubramanian

Signed: _____ Date: 2004
David Klenerman

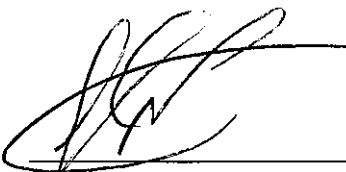
Signed: _____ Date: 2004
Alan Williamson

Signed: Timothy Rink Date: 30 July 2004
Timothy Rink

Signed: _____ Date: 2004
Nicholas McCooke

Signed: _____ Date: 2004
For and on behalf of
Cambridge University Technical Services
Limited

Signed:



AS ATTORNEY

Date:

30/7/

2004

For and on behalf of
University of Cambridge

Signed:

Date:

2004

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

Signed: _____

Date:

2004

For and on behalf of
University of Cambridge

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