

THE COMPANIES ACT 1985

PUBLIC COMPANY LIMITED BY SHARES

ARK THERAPEUTICS GROUP PLC

At the annual general meeting of Ark Therapeutics Group plc duly convened and held on 28 April 2005, the following resolutions were passed of which resolutions 1 to 8 were passed as ordinary resolutions and resolution 9 was passed as a special resolution.

ORDINARY RESOLUTIONS

1. To receive the accounts for the financial year ended 31 December 2004, together with the Auditors' report and the Directors' report thereon.
2. To approve the Directors' remuneration report for the year ended 31 December 2004.
3. In accordance with article 106 of the Company's articles of association, to re-elect Martyn Williams who is submitting himself for reappointment as a Director.
4. In accordance with article 106 of the Company's articles of association, to re-elect Dr Peter Keen who is submitting himself for reappointment as a Director.
5. To re-appoint Sir Mark Richmond, aged 74, as a Director.
6. To re-appoint Deloitte & Touche LLP as Auditors of the Company and to authorise the Directors to set their remuneration.
7. To approve the Ark Therapeutics 2005 Long-Term Incentive Plan.
8. That the Directors be and are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "Act"), to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80(2) of the Act) up to an aggregate nominal amount of £379,228 (being 30% of issued share capital as at 14 March 2005), this authority to expire at the conclusion of the annual general meeting of the Company in 2006 or on 28 July 2006, whichever is the earlier (save that the Company may before such expiry make any 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 any such offer or agreement as if the authority conferred hereby had not expired). This authority is in substitution for any and all authorities previously conferred on the Directors for the purposes of section 80 of the Act.

SPECIAL RESOLUTION

9. That the Directors be and are hereby empowered pursuant to section 95(1) of the Act, subject to the passing of resolution 8 above, to allot equity securities (as defined in section 94 of the Act) for cash pursuant to the authority conferred by resolution 8 above as if section 89(1) of the Act did not apply to any such allotment provided that such power shall be limited to the allotment of equity securities:
 - (a) in connection with a rights issue or other pre-emptive offer in favour of ordinary shareholders where the equity securities are proportionate (as nearly as practicable) to the respective number of ordinary shares held by such holders but subject to such exclusions or other arrangements as the Directors may deem necessary or desirable in relation to fractional entitlements or legal or practical problems arising in, or pursuant to, the laws of any territory or the requirements of any regulatory body or stock exchange in any territory; and



- (b) otherwise than pursuant to paragraph (a) of this resolution, up to an aggregate nominal amount of £63,205 (being 5% of issued share capital as at 14 March 2005),

and this power shall expire at the conclusion of the annual general meeting of the Company to be held in 2006 or on 28 July 2006, whichever is the earlier (save that the Company may, at any time before the expiry of such power, make any offer or enter into any agreement which would or might require equity securities to be allotted after the expiry of such power and the Directors may allot equity securities in pursuance of any such offer or agreement as if such power conferred hereby had not expired). This authority is in substitution for any and all authorities previously conferred upon the Directors for the purposes of section 95 of the Act.



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Secretary