

Company No. 4622227

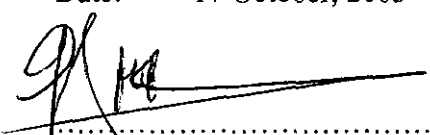
**THE COMPANIES ACT 1985**  
**WRITTEN RESOLUTIONS**  
**Of**  
**BIOFOCUS DISCOVERY LIMITED**

We, the undersigned, being the sole member of the above-named company ("the Company") who at the date of this resolution is entitled to attend and vote at general meetings of the Company resolve in accordance with section 381A of the Companies Act 1985:

**ORDINARY RESOLUTIONS**

- (a) **THAT** the authorised share capital of the Company be increased from £10,000,000 to £21,000,000 by the creation of 11,000,000 new ordinary shares of £1 each, with the rights and subject to the restrictions set out in the articles of association of the Company; and
- (b) **THAT** the directors be generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £21,000,000 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) five years after the date of the passing of this resolution, but the Company may make an offer or agreement before such expiry which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of that offer or agreement.

Date: 17 October, 2003

  
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**Duly authorised officer**  
**for and on behalf of BioFocus plc**

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