

The Insolvency Act 1986 and Companies Act 1985**Company Limited by Shares****SPECIAL RESOLUTIONS**

(Pursuant to Section 378(2) of the Companies Act 1985 and 84(1)(b) of the Insolvency Act 1986)

of **RecombinoGen Limited**

Passed – **25 July 2008**

At a General Meeting of the members of the above named company, duly convened and held at Pannell House, Park Street, Guildford GU1 4HN on 25 July 2008 the following resolutions were duly passed, as special resolutions

- 1 "that the company be wound up voluntarily",
- 2 "that Christopher J Latos and Steve Holgate of the firm of PKF (UK) LLP, Chartered Accountants, be and they are hereby appointed as Joint Liquidators of the company for the purpose of the voluntary winding up",
- 3 "that the Joint Liquidators hereby be authorised to distribute amongst the members in specie or kind the whole or any part of the assets of the Company", and
- 4 "that the Joint Liquidators be authorised under the provisions of Section 165 (2)(a) of the Insolvency Act 1986 ("The Act") to exercise the powers specified in Part 1 of Schedule 4 of the Act"

Signed

Stephen Wrigley

Mr S Wrigley, Director

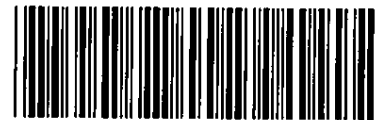
Presented for filing by -

PKF (UK) LLP
Pannell House
Park Street
Guildford
Surrey
GU1 4HN

Presenter's reference -

L/2113983/MVL2404/SMS

SATURDAY



A43 *A07KV1QN* 247
26/07/2008
COMPANIES HOUSE