

Company no: 5545019

The Companies Act 1985 (as amended)

Private Company Limited by Shares

WRITTEN RESOLUTIONS

OF

ZIVA BIOSCIENCE LIMITED
(the "Company")

Pursuant to Regulation 53 of Table A as adopted by the articles of association of the Company, we, the undersigned, being the holders of all the shares giving a right to attend and vote at a general meeting of the Company, hereby resolve that the following resolutions be duly passed

ELECTIVE RESOLUTIONS

- 1 THAT in accordance with sections 252 and 379A of the Companies Act 1985 the Company shall dispense with the laying of accounts and reports before the Company in general meeting; and
- 2 THAT in accordance with sections 366A and 379A of the Companies Act 1985 the Company shall dispense with the holding of annual general meetings

Signed


For and on behalf of

Imperial Innovations Limited

Date 26 June 2007

Signed


Dr. Deborah Ann Garside

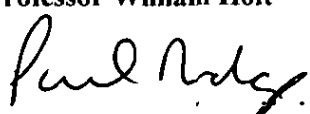
Date 30th May 2007

Signed


Professor William Holt

Date 30th May 2007

Signed


For and on behalf of
Ithaka Life Sciences Limited

Date 26th July 2007

Signed


The Wellcome Trust Limited

Date 15th July 2007

TUESDAY



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07/08/2007

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COMPANIES HOUSE