

PRIVATE COMPANY LIMITED BY SHARE

Written Resolutions

of

Geneius Laboratories Limited (the "Company")

Company No. 06039601

23 October 2010 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that Resolution 1 below is passed as a special resolution (the "Special Resolution")

SPECIAL RESOLUTION

That, notwithstanding that the Company's authorised share capital, as contained in its current Articles of Association, is £102,000 divided into 18,000 A Ordinary Shares, 2,000 B Ordinary Shares and 100,000 Redeemable Preference Shares the issue of 35 B Ordinary Shares prior to the date of this Special Resolution so that the number of B Ordinary Shares in issue in aggregate was 2,035 is hereby approved and ratified and confirm that the aggregate nominal value of the issued share capital following the issue of such shares is £51,577 10

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

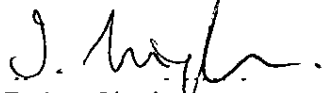
The undersigned, a person entitled to vote on the Resolution on 23 October 2010, hereby irrevocably agrees to the Resolution



Professor Jeremy David Barnes

25/10/10

Date



Dr Ian Singleton

25/10/2010

Date

Ronald David O'Connor

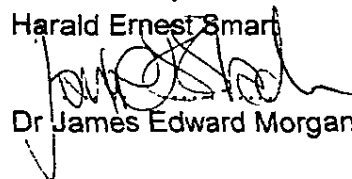
Date



25 October 2010

Harald Ernest Smart

Date

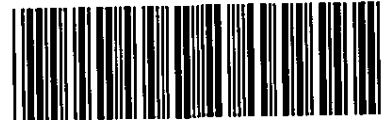


Dr James Edward Morgan Stach

25/10/2010

Date

TUESDAY



A13

AZ80TQ44
21/12/2010
COMPANIES HOUSE

337

PRIVATE COMPANY LIMITED BY SHARES

Written Resolutions

of

Genelus Laboratories Limited (the "Company")

Company No. 06039601

23 October 2010 (the "Circulation Date")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that Resolution 1 below is passed as a special resolution (the "Special Resolution")

SPECIAL RESOLUTION

That, notwithstanding that the Company's authorised share capital, as contained in its current Articles of Association, is £102,000 divided into 18,000 A Ordinary Shares, 2,000 B Ordinary Shares and 100,000 Redeemable Preference Shares the issue of 35 B Ordinary Shares prior to the date of this Special Resolution so that the number of B Ordinary Shares in issue in aggregate was 2,035 is hereby approved and ratified and confirm that the aggregate nominal value of the issued share capital following the issue of such shares is £51,577 10

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolution

The undersigned, a person entitled to vote on the Resolution on 23 October 2010, hereby irrevocably agrees to the Resolution

Professor Jeremy David Barnes

Date

Dr Ian Singleton

Date



Ronald David O'Connor

24/10/2010
Date

Harald Ernest Smart

Date


Dr James Edward Morgan Stach

Date


TUESDAY

21/12/2010
COMPANIES HOUSE

338

T. Taybi 
Dr Tahar Taybi

25/10/2010
Date


For and on behalf of Newcastle University
Holdings Limited

25.10.2010
Date


Jonathan Mills

Date

Christopher Hill

Date

For and on behalf of Cravens Limited

Date

Notes

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

By Hand delivering the signed copy to Harald Smart at Geneius Laboratories Limited, INEX Business Centre, Herschel Building, University of Newcastle, Newcastle upon Tyne, NE1 7RU

Post returning the signed copy by post to Harald Smart at Geneius Laboratories Limited, INEX Business Centre, Herschel Building, University of Newcastle, Newcastle upon Tyne, NE1 7RU

Fax faxing the signed copy to 0191 2430244 marked "For the attention of Harald Smart"

E-mail, by attaching a scanned copy of the signed document to an email and sending it to Harald Smart at harry.smart@btinternet.com Please enter "Written Resolutions dated 23 October 2010" in the email subject box

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 3 The Special Resolution is a special resolution and, to be passed, requires members holding not less than 75 per cent of the total voting rights of eligible members to vote in favour of them by 19 November 2010 Unless by 19

Dr Tahar Taybi

Date

For and on behalf of Newcastle University
Holdings Limited

Date

Jonathan Mills

Date



25/10/2010

Christopher Hill

Date



25/10/2010

For and on behalf of Cravens Limited

Date

Notes

- 1 If you agree with the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods

By Hand: delivering the signed copy to Harald Smart at Geneius Laboratories Limited, INEX Business Centre, Herschel Building, University of Newcastle, Newcastle upon Tyne, NE1 7RU

Post: returning the signed copy by post to Harald Smart at Geneius Laboratories Limited, INEX Business Centre, Herschel Building, University of Newcastle, Newcastle upon Tyne, NE1 7RU

Fax: faxing the signed copy to 0191 2430244 marked "For the attention of Harald Smart"

E-mail: by attaching a scanned copy of the signed document to an email and sending it to Harald Smart at harry.smart@btinternet.com Please enter "Written Resolutions dated 23 October 2010 in the email subject box

If you do not agree to the Resolution, you do not need to do anything you will not be deemed to agree if you fail to reply

- 2 Once you have indicated your agreement to the Resolution, you may not revoke your agreement
- 3 The Special Resolution is a special resolution and, to be passed, requires members holding not less than 75 per cent of the total voting rights of eligible members to vote in favour of them by 19 November 2010 Unless, by 19

November 2010, sufficient agreement has been received for the Special Resolution to pass, they will lapse. If you agree to the Special Resolution, please ensure that your agreement reaches us before or during this date.

- 4 In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.
- 5 If you are signing this document on behalf of a person under a power of attorney or other authority, please send a copy of the relevant power of attorney or authority when returning this document.