

GERON BIO-MED LIMITED
(Registered Number: SC179263)
(the Company)

CAP - MDSL

MEMORANDUM UNDER SECTIONS 644(1)(b) AND 644(2) OF THE COMPANIES ACT 2006 (AS MODIFIED BY ARTICLE 4 OF THE COMPANIES ACT 2006 (COMMENCEMENT NO. 7, TRANSITIONAL PROVISIONS AND SAVINGS) ORDER 2008)

The share premium account of the Company, as reduced by a written special resolution of the sole member of the Company passed on 20th January 2009, is zero, reduced from £6,537,699. The authorised and issued share capital of the Company is otherwise unchanged by that written special resolution.

Date: 20 January 2009

