

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

SH20

**STATEMENT MADE UNDER SECTION 644(5) OF THE COMPANIES ACT 2006**

**To:** The Registrar of Companies

I, the director named below, refer to the special resolution to reduce the share premium account and the solvency statement which are dated 20<sup>th</sup> January 2009 and delivered to you with this statement. On behalf of all the directors of the Company as at the date of this statement, I confirm that the solvency statement was:

1. made by the directors not more than 15 days before the date on which the special resolution was passed; and
2. provided to members in accordance with section 642(2) of the Companies Act 2006.

Director:

Thomas Okarms

Name:

Thomas Okarms

Date:

1-20-09

