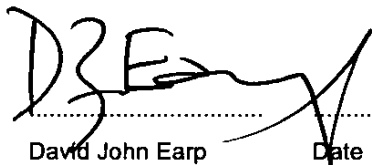


GERON BIO-MED LIMITED
(Registered Number SC179263)
(the "Company")

Solvency Statement under Section 643 of the Companies Act 2006 (the "Act")
made for the purposes of Section 642 of the Act on 2, 2, 2012

I, the director named below (being the sole director of the Company as at the date of this statement), having taken account of all of the Company's liabilities (including any contingent or prospective liabilities), have formed the opinion that:

1. As regards the Company's situation as at the date of this statement, there is no ground on which the Company could be found to be unable to pay (or otherwise discharge) its debts.
2. The Company will be able to pay (or otherwise discharge) its debts as they fall due during the year immediately following the date of this statement.


David John Earp Date Feb. 2, 2012

