

Company Number: 04217656

THE COMPANIES ACT 1985 TO 1989

COMPANY LIMITED BY SHARES

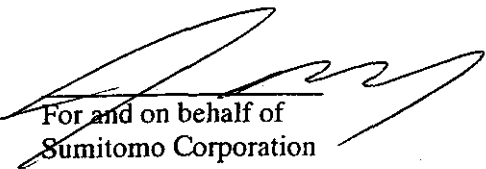
ELECTIVE RESOLUTIONS OF

SUMMIT PHARMACEUTICALS EUROPE LIMITED

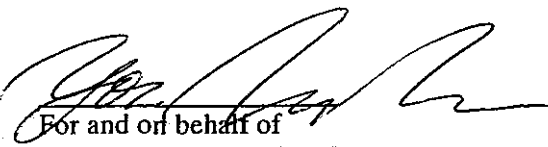
Dated Dec. 15, 2003

We, the undersigned, being all the members of the Company HEREBY RESOLVE that the following resolutions be adopted as Elective Resolutions of the Company in accordance with Section 379A of the Companies Act 1985:


- (1) That the Company hereby elects pursuant to Sec. 366A of the Companies Act 1985 (as amended) to dispense with the holding of Annual General Meetings in respect of the current year and subsequent years.
- (2) That the Company hereby elects pursuant to Sec. 252 of the Companies Act 1985 (as amended) to dispense with the laying of accounts and reports before the Company in general meeting in respect of the current year and subsequent years.
- (3) That the Company hereby elects pursuant to Sec. 386 of the Companies Act 1985 (as amended) to dispense with the obligation to appoint auditors annually.


For and on behalf of
Sumitomo Corporation

Name: Takahiro Yoshikawa
Title: General Manager
Medical Science Dept.


For and on behalf of
Sumitomo Corporation Europe Holding Ltd.

Name: *Yoshio Takeuchi*
Title: *Director*


For and on behalf of
Summit Pharmaceuticals
International Corp.

Name: Masahiro Sasaki
Title: President & CEO

