

Company Number 054140213

THE COMPANIES ACT 1985 AND 1989

PUBLIC COMPANY LIMITED BY SHARES

RESOLUTIONS OF
MODERN BIOSCIENCES PLC

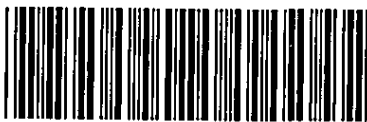
At a General Meeting of Modern Biosciences plc (the "**Company**") held at 24 Cornhill, London, EC3V 3ND at 9pm on 28 August 2009, the following resolution was passed as a special resolution of the Company:

1. **THAT** the directors of the Company be and they are hereby empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of section 94 of the Companies Act 1985) pursuant to the authority conferred on them by resolution 1 of the resolutions of the Company passed on 4th August 2009 (the "**Previous Resolution**") as if the pre-emption provisions in section 89(1) of that Act did not apply to such allotment provided that such authority shall be limited to the allotment of 1,000,000 ordinary shares of £0.001 each provided that such power shall expire when the authority conferred by the Previous Resolution is revoked or expires unless previously renewed, varied or revoked by the Company in general meeting but the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuant of that offer or agreement as if this power had not expired.



CHAIRMAN

FRIDAY



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18/09/2009

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COMPANIES HOUSE