

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this Document or what action you should take, you should immediately consult your stockbroker, bank manager, solicitor or other independent financial adviser authorised under the Financial Services and Markets Act 2000 (as amended) ('FSMA'). The whole of this Document should be read.

If you have sold or otherwise transferred all of your existing holding of Ordinary Shares in ReNeuron Group plc, please forward this Document and the enclosed Form of Proxy to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected, for delivery to the purchaser or transferee, except that such documentation should not be sent into a Restricted Jurisdiction or other jurisdiction where doing so may constitute a violation of local securities laws or regulations.

This Document does not constitute a prospectus for the purpose of the Prospectus Rules of the UK Financial Conduct Authority or an admission document for the purpose of the AIM Rules. Accordingly, this Document has not been, and will not be, reviewed or approved by the Financial Conduct Authority of the United Kingdom (in its capacity as UK Listing Authority or otherwise) pursuant to sections 85 and 87 of FSMA, the London Stock Exchange or any other authority or regulatory body and has not been approved for the purposes of Section 21 of FSMA.

RENEURON GROUP PLC

(incorporated and registered in England and Wales with registered number 5474163)

**Placing of up to 1,014,000,000 new Ordinary Shares at 2.5 pence per share
and**

Notice of General Meeting

Cenkos Securities plc

Nominated Adviser and Broker

Your attention is drawn to the Letter from the Chairman of ReNeuron Group plc which recommends that you vote in favour of the resolutions to be proposed at the General Meeting referred to below.

Cenkos Securities plc is authorised and regulated by the Financial Conduct Authority and is acting for the Company and for no-one else in connection with the Placing and will not be responsible to anyone other than the Company for providing the protections afforded to its customers or for affording advice in relation to the matters referred to herein. Cenkos Securities plc does not accept any liability whatsoever for the accuracy or opinions contained in this Document (or for the omission of any material information) and shall not be responsible for the contents of this Document.

Copies of this Document will be available free of charge from ReNeuron Group plc's registered office, during normal business hours.

Notice of a General Meeting of ReNeuron Group plc to be held at the offices of Covington & Burling LLP, 265 Strand, London, WC2R 1BH, at 10.30 a.m. on 7 August 2013 is set out at the end of this Document. Shareholders will find accompanying this Document a Form of Proxy for use at the General Meeting.

The Form of Proxy should be completed and returned to the Company's registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, in accordance with the instructions printed on it as soon as possible and, in any event, so as to be received no later than 10.30 a.m. on 5 August 2013. Completion and return of a Form of Proxy will not preclude Shareholders from attending and voting in person at the General Meeting should they so wish.

The Placing Shares have not been and will not be registered under the US Securities Act of 1933, (as amended) (the "Securities Act") or under the applicable securities laws of any state or other jurisdiction of the United States or any other Restricted Jurisdiction. The Placing Shares may not be offered, sold, taken up, resold, transferred or delivered, directly or indirectly, within, into or in the United States, or any Restricted Jurisdiction, or to any US Person (as such term is defined in Regulation S promulgated under the Securities Act) or to any national resident or citizen of, or any corporation, partnership or other entity created or organised under the laws of any Restricted Jurisdiction, except pursuant to an applicable exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and in compliance with the securities laws of any relevant state or other jurisdiction of the United States and any relevant Restricted Jurisdiction. The Placing Shares are being offered and sold outside the United States in offshore transactions within the meaning of and in accordance with Regulation S under the Securities Act or another applicable exemption therefrom. There will be no public offer of the Placing Shares in the United States.

None of the Placing Shares, the Form of Proxy, this Document or any other document connected with the Placing have been or will be approved or disapproved by the US Securities and Exchange Commission or by the securities commissions of any state or other jurisdiction of the United States or any other regulatory authority, nor have any of the foregoing authorities or any securities commission passed comment upon or endorsed the merits of the offering of the Placing Shares, the Form of Proxy or the accuracy or adequacy of this Document or any other document connected with the Placing. Any representation to the contrary is a criminal offence.

Application will be made for the Placing Shares to be admitted to trading on the AIM market of the London Stock Exchange. AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List of the UK Listing Authority. A prospective investor should be aware of the risks of investing in such companies

and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser.

Cautionary note regarding forward-looking statements: This Document contains statements about ReNeuron Group plc that are or may be "forward-looking statements". All statements, other than statements of historical facts, included in this Document may be forward-looking statements and are subject to, *inter alia*, known and unknown risks, uncertainties and other factors. Without limitation, any statements preceded or followed by, or that include, the words "targets", "plans", "believes", "expects", "aims", "intends", "will", "may", "should", "anticipates", "estimates", "projects", "would", "could", "continue" or words or terms of similar substance or the negative thereof, are forward-looking statements. Forward-looking statements include statements relating to the following: managements' strategic vision, aims and objectives; the conduct of clinical trials; the filing dates for product licence applications; the Company's ability to find partners for the development and commercialisation of its products; the effect of competition; trends in results of operations; margins; the overall pharmaceutical market; and exchange rates. These forward-looking statements are not guarantees of future performance and have not been reviewed by the auditors of ReNeuron Group plc. These forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of any such person, or industry results, to be materially different from any results, performance or achievements expressed or implied by such forward-looking statements. These forward-looking statements are based on numerous assumptions regarding the present and future business strategies of such persons and the environment in which each will operate in the future. Investors should not place undue reliance on such forward-looking statements and, save as is required by law or regulation (including to meet the requirements of the AIM Rules and the Disclosure and Transparency Rules), ReNeuron Group plc does not undertake any obligation to update publicly or revise any forward-looking statements (including to reflect any change in expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based). All subsequent oral or written forward-looking statements attributed to ReNeuron Group plc or any persons acting on its behalf are expressly qualified in their entirety by the cautionary statement above. All forward-looking statements contained in this Document are based on information available to the Directors of ReNeuron Group plc at the date of this Document, unless some other time is specified in relation to them, and the posting or receipt of this Document shall not give rise to any implication that there has been no change in the facts set forth herein since such date.

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INDICATIVE TIMETABLE

	2013
Announcement of the Placing and posting of the Circular and Form of Proxy	22 July
Latest time and date for receipt of Forms of Proxy	10.30 a.m. on 5 August
General Meeting	10.30 a.m. on 7 August
Results of General Meeting and Placing announced through RNS	7 August
First Admission and commencement of dealings in First Placing Shares	8.00 a.m. on 8 August
First Placing Shares to be held in uncertificated form credited to CREST stock accounts	8 August
Despatch of definitive share certificates for First Placing Shares to be held in certificated form	Within 14 days of First Admission
Second Admission and commencement of dealings in Second Placing Shares	8.00 a.m. on 9 August
Second Placing Shares to be held in uncertificated form credited to CREST stock accounts	9 August
Despatch of definitive share certificates for Second Placing Shares to be held in certificated form	Within 14 days of Second Admission

Notes:

- (1) References to times in this Document are to London time (unless otherwise stated).
- (2) The dates and timing of the events in the above timetable and in the rest of this Document are indicative only and may be subject to change.
- (3) If any of the above times or dates should change, the revised times and/or dates will be notified by an announcement through an RNS.

PLACING STATISTICS

Market price per Existing Ordinary Share ⁽¹⁾	3.025 pence
Discount to Existing Ordinary Shares ⁽²⁾	17.4 per cent.
20 day average discount to Existing Ordinary Shares ⁽³⁾	3.1 per cent.
Number of Existing Ordinary Shares in issue ⁽⁴⁾	774,827,700
Issue Price of each Placing Share	2.5 pence
Number of Placing Shares to be offered by the Company	1,014,000,000
Maximum proceeds of the Placing (before expenses) ⁽⁵⁾	£25,350,000
Maximum Enlarged Share Capital following First Admission and Second Admission ⁽⁵⁾	1,788,827,700
Maximum percentage of Enlarged Share Capital represented by the Placing Shares ⁽⁵⁾	approximately 57 per cent.

Notes:

- (1) Closing Price on AIM on 19 July 2013, being the last Business Day prior to the announcement of the Placing.
- (2) Being the percentage discount which the Issue Price represents to the Closing Price on AIM on 19 July 2013.
- (3) Being the period of the last 20 Business Days prior to the date of this Document.
- (4) As at 19 July 2013, being the last Business Day prior to the announcement of the Placing.
- (5) Assuming the issue of all the Placing Shares.

DEFINITIONS

The following definitions apply throughout this Document and in the accompanying Form of Proxy and in the Application Form unless the context requires otherwise:

“2012 AGM”	the annual general meeting of the Company held on 11 September 2012;
“Act”	the Companies Act 2006, as amended;
“Admission”	an admission of relevant Placing Shares to trading on AIM;
“AIM”	AIM, a market of the London Stock Exchange;
“AIM Rules”	the AIM rules for companies and their nominated advisers, published by the London Stock Exchange (as amended from time to time);
“Board” or “Directors”	the directors of ReNeuron whose names are set out on page 8 of this Document;
“Business Day”	a day (other than a Saturday or Sunday) on which commercial banks are open for general business in London, England;
“Cenkos”	Cenkos Securities plc;
“certificated form”	not in an uncertificated form;
“Closing Price”	the closing middle market quotation of an Ordinary Share as derived from the AIM Appendix to the Daily Official List of the London Stock Exchange;
“Company” or “ReNeuron”	ReNeuron Group plc;
“CREST”	the relevant system (as defined in the CREST Regulations) in respect of which Euroclear is the Operator (as defined in the CREST Regulations);
“CREST Regulations”	the Uncertificated Securities Regulations 2001 (SI 2001/3755) (as amended);
“Disclosure and Transparency Rules”	the disclosure and transparency rules made by the FCA in exercise of its functions as competent authority pursuant to Part IV of FSMA;
“Document”	this Document which, for the avoidance of doubt, does not comprise a prospectus (under the Prospectus Rules) nor an admission document (under the AIM Rules);
“EIS”	enterprise investment scheme;
“Enlarged Share Capital”	the issued Ordinary Share capital of ReNeuron immediately following completion of the Placing;
“EU”	the European Union;
“Euroclear”	Euroclear UK & Ireland Limited, the operator of CREST;
“Existing Authorities”	the authorities granted to the Directors to allot Ordinary Shares on a non-pre-emptive basis pursuant to certain of the resolutions passed at the 2012 AGM;
“Existing Ordinary Shares”	each Ordinary Share in issue as at 19 July 2013;
“FCA”	the Financial Conduct Authority;
“First Admission”	the admission of the First Placing Shares to trading on AIM becoming effective in accordance with the AIM Rules;
“First Placing Shares”	up to 29,033,000 Placing Shares placed pursuant to the Placing conditional on, <i>inter alia</i> , the passing of the Resolutions, with certain investors who are able to benefit from VCT/EIS tax treatment and which are to be admitted to trading on AIM at First Admission;
“Form of Proxy”	the form of proxy enclosed with this Document for use by Shareholders in connection with the General Meeting;
“FSMA”	the Financial Services and Markets Act 2000 (as amended);

“General Meeting”	the general meeting of ReNeuron convened by the notice set out in this Document to be held at 10.30 a.m. on 7 August 2013 at the offices of Covington & Burling LLP, 265 Strand, London, WC2R 1BH;
“Group”	the Company and its subsidiaries;
“Issue Price”	2.5 pence per Placing Share;
“London Stock Exchange”	London Stock Exchange plc;
“Notice of General Meeting”	the notice of the General Meeting, which is set out at the end of this Document;
“Official List”	the Official List of the FCA;
“Ordinary Shares”	the ordinary shares of 1 pence each in the capital of the Company;
“Placees”	persons subscribing for Placing Shares as part of the Placing;
“Placing”	the placing of up to 1,014,000,000 Placing Shares by Cenkos on behalf of the Company pursuant to the Placing Agreement as further described in this Document;
“Placing Agreement”	the placing agreement between the Company and Cenkos dated 22 July 2013 concerning the Placing;
“Placing Shares”	up to 1,014,000,000 new Ordinary Shares to be issued pursuant to the Placing;
“Prospectus Rules”	the Prospectus Rules made in accordance with EU Prospectus Directive 2003/71/EC;
“Registrars”	Computershare Investor Services PLC;
“Resolutions”	the resolutions to be proposed at the General Meeting, as set out in the notice of General Meeting included in this Document;
“Restricted Jurisdictions”	the United States, Australia, Canada, Japan, New Zealand and the Republic of South Africa;
“RNS”	a regulatory information service operated by the London Stock Exchange as defined by the AIM Rules;
“Second Admission”	the admission of Second Placing Shares to trading on AIM becoming effective in accordance with the AIM Rules;
“Second Placing Shares”	up to 984,967,000 Placing Shares placed pursuant to the Placing conditional on, <i>inter alia</i> , the passing of the Resolutions, with certain investors and which are to be admitted to trading on AIM at Second Admission;
“Securities Act”	the US Securities Act of 1933, as amended;
“Shareholders”	holders of Ordinary Shares whose names appear on the register of members of ReNeuron;
“Sterling” or “£”	the lawful currency of the United Kingdom;
“UK” or “United Kingdom”	the United Kingdom of Great Britain and Northern Ireland;
“UK Listing Authority”	the UK Listing Authority, being the FCA acting as competent authority for the purposes of Part V of FSMA;
“uncertificated form”	Ordinary Shares recorded on the share register as being held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred within the CREST settlement system;
“United States” or “US”	the United States of America, its territories and possessions, any state of the United States of America and the District of Columbia;
“VAT”	value added tax; and
“VCT”	venture capital trust.

LETTER FROM THE CHAIRMAN OF RENEURON GROUP PLC

(Incorporated and registered in England and Wales with registered number 5474163)

Directors:

Bryan Morton, (Non-Executive Chairman)
Michael Hunt, (Chief Executive Officer)
Dr. John Sinden, (Chief Scientific Officer)
John Berriman, (Non-Executive Director)
Simon Cartmell, (Non-Executive Director)
Mark Docherty, (Non-Executive Director)
Dr. Paul Harper, (Non-Executive Director)
Dr. Tim Corn, (Non-Executive Director)

Registered Office:
10 Nugent Road
Surrey Research Park
Guildford
Surrey GU2 7AF

22 July 2013

Dear Shareholder

Placing and Notice of General Meeting

1. Introduction

The Company today announces that it proposes to raise up to approximately £25.35 million (before expenses) by means of a Placing, with new and existing investors and Directors, of up to 1,014,000,000 Placing Shares at a price of 2.5 pence per new Ordinary Share. The Issue Price represents a discount of approximately 17.4 per cent. to the price of 3.025 pence per share, being the Closing Price of the Company's Ordinary Shares on 19 July 2013. The Issue Price represents a discount of 3.1 per cent. to the average mid-market price for the last 20 Business Days prior to the date of this Document, being approximately 2.58 pence per share.

The Placing is conditional, *inter alia*, on the passing of the Resolutions at the General Meeting.

This letter explains why the Board believes that the Placing is in the best interests of the Company and the Shareholders as a whole and unanimously recommends that you vote in favour of the Resolutions to be proposed at the General Meeting to be held at 10.30 a.m. on 7 August 2013 as the Directors intend to do in respect of their own holdings of Ordinary Shares.

2. ReNeuron

ReNeuron is a leading, clinical-stage stem cell business. Its primary objective is the development of novel stem cell therapies targeting areas of significant unmet or poorly met medical need.

ReNeuron has used its unique stem cell technologies to develop cell-based therapies for significant disease conditions where the cells can be readily administered "off-the-shelf" to any eligible patient without the need for additional immunosuppressive drug treatments. ReNeuron's lead candidate is its ReN001 stem cell therapy for the treatment of patients left disabled by the effects of a stroke. This therapy is currently in clinical development. The Company is also developing stem cell therapies for other conditions such as critical limb ischaemia, a serious and common side-effect of diabetes, and blindness-causing diseases of the retina such as retinitis pigmentosa.

ReNeuron has also developed a range of stem cell lines for non-therapeutic applications – its ReNcell[®] products for use in academic and commercial research. The Company's ReNcell[®] CX and ReNcell[®] VM neural cell lines are marketed worldwide under license by USA-based Merck Millipore.

The Company has today separately announced the preliminary unaudited financial statements of the Group for the year ended 31 March 2013 and provided in such announcement an update regarding the its therapeutic programmes and other activities. A copy of this announcement is available from the Company's website www.reneuron.com.

The Company has made considerable progress on its therapeutic programmes. The Phase I clinical trial of the Company's stem cell therapy candidate for stroke has yielded encouraging data and a Phase II study is planned to commence shortly, as is a Phase I study with the Company's therapeutic candidate for critical limb ischaemia. The Company expects its stem cell therapy candidate for the blindness-causing disease, retinitis pigmentosa, to enter the clinic next year.

In addition, the Company has been awarded a non-dilutive grant package totalling £7.8 million from the Welsh Government to establish a cell manufacturing and development laboratory facility in South Wales over the next two years, for late stage clinical and commercial product requirements. The Company will move its principal operations to this facility as it is phased in over this period.

The Company is pleased to announce that renowned Welsh life sciences entrepreneur, Sir Chris Evans, will be appointed upon closing of the Placing as a non-executive director of the Company.

3. Reasons for the Fundraising

Subject to the completion of the Placing in respect of all Placing Shares, the net proceeds of the Placing together with the Welsh grant package and the Company's existing cash resources will, in the opinion of the Directors, provide the Company with sufficient working capital to fund all of its core therapeutic programmes through Phase II studies and to consequent value inflection through commercial development deals or a broader strategic transaction. It will also enable the Company to secure manufacturing capability, and margin, as its therapeutic candidates move closer to market.

4. Details of the Placing and the Placing Agreement

It was announced today that the Company has conditionally placed 1,014,000,000 new Ordinary Shares at 2.5 pence per share with existing and new investors and the Directors to raise approximately £25.35 million before expenses.

To enable certain Placees to take advantage of VCT/EIS tax treatment, the Placing will comprise two Admissions.

The Placing Shares will, when issued, rank in full for all dividends declared, made or paid after the date of their Admission and otherwise *pari passu* with the then existing Ordinary Shares.

In connection with the Placing, the Company and Cenkos have entered into the Placing Agreement pursuant to which and conditional upon, *inter alia*, Admission of the First Placing Shares taking place on or before 8 August 2013 (or such later time and date as the Company and Cenkos may agree, being no later than 22 August 2013) Cenkos has agreed to use its reasonable endeavours to procure subscribers for the Placing Shares at the Issue Price. The Placing is not underwritten.

Application will be made to the London Stock Exchange for the Placing Shares to be admitted to trading on AIM. Assuming that the Resolutions are passed, it is expected that the Admissions will become effective and dealings in the Placing Shares will commence as follows:

First Placing Shares	8.00 a.m. on 8 August 2013; and
Second Placing Shares	8.00 a.m. on 9 August 2013.

The Placing Agreement contains customary warranties and an indemnity from the Company in favour of Cenkos together with provisions which enable Cenkos to terminate the Placing Agreement in certain circumstances prior to Admission (as applicable), including where any warranties are found to be untrue, inaccurate or misleading in a material respect and also in the event of a material adverse change in the financial position or prospects of the Group or in national or international financial, market, economic or political conditions.

Under the Placing Agreement the Company has agreed to pay Cenkos a commission on the value of certain new Ordinary Shares issued as part of the Placing and a fixed fee. The Company has also agreed to pay all other costs, charges and expenses incidental to the Placing and Admissions.

5. Effect of the Placing

Upon completion of the Second Admission, the Enlarged Share Capital is expected to be 1,788,827,700 Ordinary Shares. On this basis, the Placing Shares will represent approximately 57 per cent. of the Enlarged Share Capital.

The Placing Shares will, when issued and fully paid, rank *pari passu* in all respects with the then existing Ordinary Shares, including the right to receive all dividends and other distributions declared, made or paid after the date of their Admission.

6. Resolutions

The Resolutions to be proposed at the General Meeting are, in summary, as follows:

- (1) an ordinary resolution, to grant the Directors authority to allot the Placing Shares; and

- (2) a special resolution, to disapply pre-emption rights granted under the Act, in respect of the allotment of the Placing Shares.

The authorities set out in Resolutions 1 and 2 are in addition to the Existing Authorities conferred on the Directors by Shareholders at the 2012 AGM.

7. General Meeting and action to be taken

A notice convening the General Meeting to be held at the offices of Covington & Burling LLP, 265 Strand, London, WC2R 1BH at 10.30 a.m. on 7 August 2013 is set out at the end of this Document. A Form of Proxy for use by Shareholders in connection with the General Meeting is also enclosed with this Document.

Whether or not you propose to attend the General Meeting in person, you are requested to complete the Form of Proxy in accordance with the instructions printed on it and to return it to the Company's registrars, Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY, as soon as possible and in any event so as to arrive no later than 10.30 a.m. on 5 August 2013. Completion and return of the Form of Proxy will not preclude you from attending the General Meeting and voting in person should you so wish.

8. Financial Information

The most recently published audited accounts of the Group are for the twelve month period ending on 31 March 2012 (the "last accounts") and the most recently published unaudited preliminary statements of the Group are for the twelve month period ending on 31 March 2013 (the "last prelims"). Electronic copies of the last accounts and last prelims are available from the Company's website www.reneuron.com.

9. Intentions of the Directors in relation to the Placing

The Directors have agreed to subscribe for Placing Shares as follows:

<i>Directors:</i>	<i>Number of Existing Ordinary Shares beneficially held at present</i>	<i>Number of Placing Shares</i>	<i>Percentage of Enlarged Share Capital⁽¹⁾</i>
Bryan Morton	215,909	800,000	0.057
Michael Hunt	453,023	800,000	0.070
Dr. John Sinden	1,611,902	600,000	0.124
John Berriman	125,000	600,000	0.041
Simon Cartmell	187,000	600,000	0.044
Mark Docherty	344,859	600,000	0.053
Dr. Paul Harper	251,709	200,000	0.025
Dr. Tim Corn	—	200,000	0.011

(1) Assuming the issue of all the Placing Shares

10. Recommendation

The Directors consider the Placing to be in the best interests of the Company and the Shareholders as a whole and, accordingly, unanimously recommend that you vote in favour of the Resolutions to be proposed at the General Meeting as they intend to do in respect of their own holdings of Ordinary Shares.

Copies of this Document will be available for inspection free of charge at the registered office of the Company during normal business hours on any Business Day from the date of this Document up to and including the date of Second Admission.

11. Appointment of Non-Executive Director

The Company intends to appoint, with effect from completion of the Placing, Sir Christopher Thomas Evans, 55, as a non-executive director of the Company. Sir Chris has a proven track record of establishing successful science companies. He built Merlin Biosciences into one of the largest European biomedical focused venture capital firms with over \$600 million investment funds under management. He also established Excalibur Group, is a senior Adviser in Life Sciences to the Welsh Government and is

Chairman of Arthurian Life Sciences Limited which manages the £100 million Wales Life Sciences Investment Fund LP.

Save as disclosed below there are no additional disclosures to be made in accordance with paragraph (g) of Schedule 2 of the AIM Rules in relation to Sir Chris Evans.

Sir Chris Evans has held the following directorships in the past five years:

AV22 Limited*
Axellis Limited
Belmont Investments Limited
Celsis International Limited
Celsis Limited
Columbine Finance Co. Limited
Decon Sciences Limited*
Destination Skin Limited
Destination Skin Group Limited
DS Realisation 2010 Limited
Energist Limited
Excalibur Fund Managers Limited*
Excalibur Group Holdings Limited*
Excalibur Healthcare Services Limited*
Glebe Corporate LLP*
Glebe Facilities Limited*
Lab 21 Diagnostic Services Limited*
Lab 21 Limited*
Merchant Ventures Investments Limited
Merlin (Scotland) GP Limited*
Merlin Asset Management Limited*
Merlin General Partner III Limited*
Merlin Limited*
Merlin Scientific Consulting Limited*
Merlin Scientific LLP*
Merlin Ventures Ltd
MS Therapeutics Limited*
Mzima Medical Limited*
Newmarket Capital Limited
Orbis Capital Limited
Simbec Holdings Limited*
Simbec Research Limited*
Sultan Scientific Limited*
The Bushcraft Group Limited*
The Centre for Nutritional Medicine Limited
Virgin Health Bank Limited*
Viogen Limited
Vivomedica (UK) Limited
Vivomedica PLC

*current directorships

Through his investment in Merlin Biosciences Fund LP II, Sir Chris Evans holds an interest in 47,844 Ordinary Shares in the Company, representing approximately 0.006% of ReNeuron's Existing Ordinary Shares.

Sir Chris Evans was an officer of Decon Sciences Limited, a company which was placed into voluntary liquidation in July 2010.

Yours faithfully

Bryan Morton
Chairman

22 July 2013

NOTICE OF GENERAL MEETING

RENEURON GROUP PLC

(Incorporated and registered in England and Wales with registered number 5474163)

NOTICE IS HEREBY GIVEN that a General Meeting of ReNeuron Group plc (the “**Company**”) will be held at the offices of Covington & Burling LLP, 265 Strand, London, WC2R 1BH at 10.30 a.m. on 7 August 2013 for the purpose of considering and, if thought fit, passing the following Resolutions, of which Resolution 1 will be proposed as an ordinary resolution and Resolution 2 will be proposed as a special resolution.

In this Notice words and defined terms shall have the same meanings as words and defined terms in the Document to which this Notice is attached.

ORDINARY RESOLUTION

1. THAT, the Directors be and are hereby generally and unconditionally authorised pursuant to section 551 of the Act (in addition to all existing authorities conferred upon the Directors pursuant to section 551 of the Act), to exercise all the powers of the Company to allot shares in the capital of the Company and to grant rights to subscribe for or convert any security into such shares (all of which transactions are hereafter referred to as an allotment of “**Relevant Securities**”) representing up to £10,140,000 in nominal value in aggregate of shares in connection with the Placing, provided that such authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) 15 months after the date of the passing of this Resolution or at the conclusion of the next annual general meeting of the Company, whichever occurs first, save that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require relevant securities to be allotted after such expiry, revocation or variation and the Directors may allot relevant securities in pursuance of such offer or agreement as if the authority hereby conferred had not expired or been revoked or varied.

SPECIAL RESOLUTION

2. THAT, subject to and conditional upon the passing of Resolution 1 above, (and in addition to all existing unexercised powers of the Directors under section 570 of the Act) the Directors be and are hereby empowered pursuant to section 570 of the Act to allot equity securities (as defined by section 560 of the Act) for cash pursuant to the authority conferred by Resolution 1 up to an aggregate nominal amount of £10,140,000 in connection with the Placing as if section 561 of the Act did not apply to any such allotment provided that such powers shall expire (unless previously renewed, varied or revoked by the Company in general meeting) 15 months after the date of the passing of this Resolution or at the conclusion of the next annual general meeting of the Company, whichever occurs first, save that the Company may before such expiry, revocation or variation make an offer or agreement which would or might require equity securities to be allotted after such expiry, revocation or variation and the Directors may allot equity securities in pursuance of such offer or agreement as if such power hereby conferred had not expired or been revoked or varied.

BY ORDER OF THE BOARD

Patrick Huggins
Company Secretary

Dated: 22 July 2013

Registered office:
10 Nugent Road
Surrey Research Park
Guildford
Surrey GU2 7AF

Notes

- (1) A Shareholder entitled to attend and vote at the General Meeting is also entitled to appoint one or more proxies to attend, speak and vote on a show of hands and on a poll instead of him or her. The proxy need not be a Shareholder of the Company. Where a Shareholder appoints more than one proxy, each proxy must be appointed in respect of different shares comprised in his shareholding which must be identified on the Form of Proxy. If you fail to do so, the appointment will be rejected as invalid. You must also tick the box on each Form of Proxy to indicate it is one or more than one appointment in respect of your shareholding. Each proxy

must be appointed by means of a separate Form of Proxy. All Forms of Proxy should be returned in the same envelope. Additional Forms of Proxy may be obtained from the Registrars by telephoning 0870 707 1272. Alternatively you may photocopy the Form of Proxy the required number of times before completing it. Each proxy will have the right to vote on a poll in respect of the number of votes attaching to the number of shares in respect of which the proxy has been appointed. Where more than one joint member purports to appoint a proxy in respect of the same shares, only the appointment by the most senior member will be accepted and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant shareholding

- (2) To be effective, the instrument appointing a proxy and any authority under which it is executed (or a notarially certified copy of such authority) must be deposited at the offices of Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS99 6ZY by 10.30 a.m. on 5 August 2013. A Form of Proxy is enclosed with this notice. If the meeting should be adjourned, the Form of Proxy, if not previously lodged, will be effective for use at the adjourned meeting as long as it is lodged, duly completed, as set out above, no later than 48 hours before the adjourned meeting, and if there should be a poll on any of the resolutions which is taken more than 48 hours after it was demanded the Form of Proxy will be effective, if not previously lodged, for use at the poll as long as it is lodged, duly completed, as set out above not later than 24 hours before the time appointed for the taking of the poll.
- (3) In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the relevant holding
- (4) A "vote withheld" is not a vote in law and will not be counted in the calculation of the votes for or against a resolution.
- (5) Completion and return of the Form of Proxy will not preclude a Shareholder from attending and voting in person at the meeting.

