

The Directors

(the ["Company"] ["Companies"])

Dear Sirs

Resignation

I hereby resign from my office[s] as a [director] [and] [secretary] of the [Company] [Companies], subject to and with effect from "Completion" as defined in the share purchase agreement for the sale of the shares in Expedeon Holdings Limited dated [•] 2019 between (among others) Expedeon AG (as the "Seller") and Abcam Plc (as the "Purchaser") (the "SPA").

I hereby acknowledge and confirm that, other than provided for in the SPA:

- (a) no sum is (or may become) owed to me by the [Company][Companies] in respect of my office[s] (including, but not limited to, in relation to [director's] [and] [secretary's] fees or expenses); and
- (b) I have no claim or right of action of any kind for compensation or otherwise against the [Company][Companies] or any of [its][their] officers or employees in connection with the termination of my office[s].

To the extent that any such agreement, right, benefit, sum, claim or right of action exists or may exist, I irrevocably waive the same and any right to which I may be entitled in respect of the same and I release and discharge the [Company][Companies], [its][their] officers and employees from all and any liability or obligation in respect thereof.

[For the avoidance of doubt, the acknowledgements, confirmations and waivers in this letter do not apply to any sum owing to me by the [Company][Companies] or any claim or right of action I have against the [Company][Companies] where these arise as a result of my employment by [the Company][Expedeon Limited] (as distinct from my engagement as [a director] [and] [a secretary] of the [Company][Companies]).]

This letter and any disputes or claims arising out of or in connection with it (including non-contractual claims) shall be governed by and construed in accordance with the laws of England, and the courts of England shall have exclusive jurisdiction to settle any such dispute or claim.

Duly executed and delivered as a deed on _____ 2019

Executed as a Deed by

[insert name of individual]

(Signature of individual)

in the presence of:

.....
(Name of witness)

.....

.....
(Address of witness)

.....
(Signature of witness)