

POWER OF ATTORNEY

1. **BY THIS POWER OF ATTORNEY** made on [] 2019, Expedeon AG of Waldhofer Str. 102, 691203 Heidelberg, Germany (registered number HRB 335706) (the "**Seller**") **HEREBY APPOINTS** Abcam Plc of Discovery Drive, Cambridge Biomedical Campus, Cambridge CB2 0AX (registered number 03509322) (the "**Attorney**") to be its attorney and do all acts or things and to execute and sign all deeds (including powers of attorney in favour of any person), and documents which the Attorney considers necessary or advisable in connection with the exercise of rights in respect of the shares in Expedeon Holdings Limited (the "**Company**") registered in the Seller's name (the "**Shares**") pending their registration in the name of the Attorney or its nominee and, without prejudice to the generality of the foregoing, from time to time on such terms as the Attorney thinks fit, to delegate to an agent or agents (each an "**Agent**") the exercise of any power conferred by this Power of Attorney and to act concurrently with any such Agent.
2. **THE SELLER HEREBY UNDERTAKES**, save upon the written request of the Attorney, not to exercise any rights attaching to the Shares or exercisable in its capacity as a member of the Company or to appoint or nominate any other person to exercise such rights.
3. **THE SELLER HEREBY UNDERTAKES** that any monies, securities or other benefits, or notices, documents or other communications which may be received after the date of this Power of Attorney by it or any of its officers, employees, bankers or other agents from the Company or any third party in respect of the Shares or in its capacity as a member of the Company shall be promptly forwarded to, and held on trust for, the Attorney.
4. **THE SELLER HEREBY UNDERTAKES** to ratify each and every act or thing which may be done or effected by the Attorney and any Agent in the exercise of any power conferred by this Power of Attorney.
5. **THE SELLER HEREBY DECLARES** that this Power of Attorney shall be irrevocable, but shall determine upon registration of the Shares in the name of the Attorney or its nominee.
6. **THE SELLER FURTHER DECLARES** that this Power of Attorney shall, at all times, be binding on it in favour of third parties with respect to all actions taken pursuant to this Power of Attorney before the date on which the Shares are registered in the name of the Attorney, so that the exercise by the Seller from time to time of any of the powers hereby conferred shall not of itself be deemed to be a revocation of this Power of Attorney.
7. This Power of Attorney and any non-contractual obligations arising from it shall be governed by and construed in accordance with English law.

This Power of Attorney has been executed as a Deed and is delivered on the date shown above.

Executed as a Deed by

Expedeon AG, a company incorporated in Germany, acting by *[insert full name(s) of person(s) authorised]*, who, in accordance with the laws of that territory, *[is][are]* acting under the authority of that company

.....

(Signature of authorised person)

[Other signatures as required by German law]