

**Syncona Limited
Cash Election Form**



I/We, [If not already completed, please insert shareholder name(s) and address using block capitals.]
[Please note if the shareholder name(s) is not inserted the Cash Election Form cannot be used].

IMPORTANT NOTICE – QUALIFYING SHAREHOLDERS WHO WISH TO RECEIVE THE 2019 DIVIDEND IN CASH MUST RETURN THIS FORM PROPERLY COMPLETED BY 5.00 P.M. ON 15 JULY 2019. OTHERWISE YOU WILL RECEIVE THE 2019 DIVIDEND IN SHARES.

Defined terms used in this form of election have the meanings given to them in the document entitled 2019 Dividend dated 27 June 2019, which is being sent to shareholders.

- If you wish to elect to receive the 2019 Dividend in cash in respect of:
1. all of the Shares registered in your name as at the Record Date, insert 'ALL' in the box below; or
 2. some of the Shares registered in your name as at the Record Date, insert the relevant number of Shares in the box below.

If the box above is left blank, you will receive the 2019 Dividend in Shares in respect of all of your shareholding.

To the Directors of Syncona Limited

I/We the undersigned, being the registered holder(s) of ordinary shares in the Company hereby elect to receive cash instead of an allotment of new Shares as indicated above, subject to and in accordance with the Articles of Incorporation of the Company and the terms and conditions of the 2019 Dividend as modified from time to time.

IMPORTANT: IN ORDER TO BE VALID, THIS FORM MUST BE COMPLETED AND RETURNED TO LINK ASSET SERVICES, CORPORATE ACTIONS, 34 BECKENHAM ROAD, BECKENHAM, KENT, BR3 4TU TO ARRIVE NO LATER THAN 5 P.M. ON 15 JULY 2019.

Signed by or on behalf of the Shareholder

Date:

affix common seal where required

Notes:

1. Please insert your full name(s) and address(es) in BLOCK CAPITALS.
2. In the case of joint holders, the names and addresses of all the joint holders should be stated on this form of election. Any alteration made to this form should be initialled by the person who signs it.
3. In the case of a corporation, this form must be given under its common seal or signed by a duly authorised officer or attorney.
4. The right to the 2019 Dividend is non-transferable.