

Company No: 15002

THE COMPANIES ACTS 1862 TO 1880

AND

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

of

GLAMORGAN INVESTMENTS LIMITED

(passed this 19<sup>th</sup> day of November 2001)

AT an EXTRAORDINARY GENERAL MEETING of the members of the Company held at The Thistle Hotel, Park Place, Cardiff on the above date the following resolutions were duly passed as SPECIAL RESOLUTIONS of the Company:



SPECIAL RESOLUTIONS

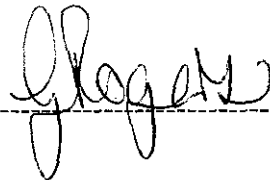
1. THAT clause 3 of the Memorandum of Association of the Company be altered by:
  - (a) adding after sub clause (1) thereof the following new sub-clause namely:

“(1A) to carry on business as a general Commercial Company.”
  - (b) by adding the following new sub-clauses (7) and (8):
    - “(7) To carry on any other trade or business whatsoever which can, in the opinion of the Board of Directors, be advantageously carried on by the Company in connection with or as ancillary to any of the above businesses or the general business of the Company.
    - (8) The objects set forth in any sub-clause of this Clause shall not, except when the context expressly so requires, be in any way limited or restricted by reference to or inference from the terms of any other sub-clause, or by the name of the Company. None of such sub-clauses or the objects therein specified or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned in the first sub-clause of this Clause, but

the Company shall have full power to exercise all or any of the powers conferred by any part of this Clause in any part of the world, and notwithstanding that the business, undertaking, property or acts proposed to be transacted, acquired, dealt with or performed do not fall within the objects of the first sub-clause of this Clause."

2. THAT all actions and decisions taken by the Directors prior to the date of this Resolution in connection with any activity of the Company which was or might have been outside the provisions of Clause 3 of the Company's Memorandum of Association prior to the amendment thereof by the foregoing resolution shall be and hereby are ratified and approved.
3. THAT the Directors be and hereby are relieved from any and all liability arising out of or in respect of any conduct or business of the Company which was or might have been outside the provisions of Clause 3 of the Company's Memorandum of Association prior to the amendment thereof by the foregoing resolution Number 1. above.

DATED this 29th day of November 2001

  
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Director