

Company no. 26077

THE COMPANIES ACT 1985 (as amended)

Special Resolution

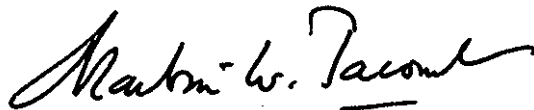
Of

Delta plc

Passed on 21 May 1999

At the Annual General Meeting of the above company, duly convened on 21 May 1999, the following resolution was duly passed as a Special Resolution, vis:-

"THAT, the directors be and they are hereby generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 (the "Act") to exercise all powers of the Company to allot relevant securities (as defined at section 80(2) of the Act) with an aggregate nominal amount of up to £9,519,108 to such persons, on such terms and conditions and at such times as the directors may determine for a period of five years from the date on which this resolution is passed and to make any offer or agreement which would or might require any relevant securities as aforesaid to be allotted after the expiry of the said five years and to allot any relevant securities as aforesaid in pursuance of any such offer or agreement as if the authority conferred hereby had not expired and all unexercised authorities previously granted to the directors to allot relevant securities be and are hereby revoked."



Chairman

21.5.99

