

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION  
HARCON LIMITED

(Passed on the 22nd day of September 1997)

At an EXTRAORDINARY GENERAL MEETING of the above Company duly convened and held at Rustington House, Worthing Road, Rustington, West Sussex on the 22nd day of September 1997 the following Special Resolution was passed:

SPECIAL RESOLUTION

"THAT the Memorandum of Association of the Company be altered with respect to the objects of the Company by adopting in substitution for the present clause 3(8) of the Memorandum of Association the following:-

"3(8) To advance and lend money and assets of all kinds on such terms as the Company may decide and to give indemnity for, or to guarantee, support or secure the performance of all or any of the obligations and liabilities of any individual, company or other person (whether such obligations and liabilities are as principal or surety, are sole or joint and whether actual or contingent) whether by personal covenant or by mortgage, charge or lien or otherwise on the whole or any part of the undertaking, property and assets of the Company both present and future, including its uncalled capital or by all or any of such methods (whether or not the Company receives any consideration or benefit in or for so doing); and in particular, but without limiting the generality of the foregoing, to give indemnity for, or to guarantee, support or secure whether by personal covenant or by any such mortgage, performances of all or any of the obligations and the liabilities (including the repayment or payment of the principal and premium of, and interest on, any securities) of any company which is for the time being the Company's holding company or subsidiary or another subsidiary of any such holding company."

  
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**J HAZELWOOD**  
Director