

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

-of-

VIGLEN LIMITED

(Passed 12 June 1994)

At an Extraordinary General Meeting of Viglen Limited ("the Company") duly convened and held on 12 June 1994 the following resolution was duly passed as a special resolution.

THAT:-

- 1 Alteration to Articles of Association
the Articles of Association be amended in the manner set out in the document annexed hereto and marked "A" for the purpose of identification;
- 2 Reclassification and variation of rights attaching to Ordinary Shares
10,000 Ordinary Shares of £1 each in the capital of the Company in issue immediately before the making of this resolution be and are hereby converted into 10,000 Deferred Shares of £1 each having the rights and restrictions attributed to such class of share in the Articles of Association as amended pursuant to paragraph 1 above, such conversion to take effect upon the allotment of new Ordinary Shares as authorised pursuant to paragraph 4 of this resolution;



3

Creation of new Ordinary Shares of US \$0.01 each

the authorised share capital of the Company be increased by US \$100.00 by the creation of 10,000 new Ordinary Shares of US \$0.01 each; and

4

Allotment of Shares

the sum of £66.67 being part of the amount standing to the credit of the profit and loss account of the Company be capitalised and the directors be and they are hereby authorised and directed to apply such sum in paying up in full at par (using the exchange rate of £1 ~ US\$1.50) 10,000 unissued Ordinary Shares of \$0.01 each in the capital of the Company, such shares to be allotted and distributed, credited as fully paid up, to and amongst the persons whose names appear in the register of members as holders of existing Ordinary Shares of £1 each at the close of business on 10 June 1994 in proportion to the numbers of such existing Ordinary Shares held by them respectively and the directors are hereby authorised for the purposes of Section 80 of the Companies Act 1985 to allot such Ordinary Shares not later than 31st December 1994.

A. Taint-

Chairman