

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTION

of

MANRO HOLDINGS LIMITED

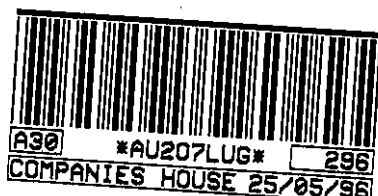
(Passed 8 May 1996)

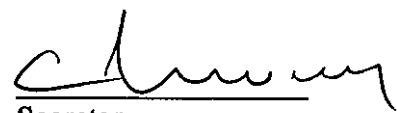
At a meeting of the Company, duly convened and held on Wednesday, 8th May 1996, the following Resolution was duly passed as a Special Resolution.

RESOLUTION

That the objects of the Company contained in its Memorandum of Association be altered by the deletion of sub-clause (F) of Clause 3 and its replacement by the following new sub-clause (F):

"To borrow and raise money and accept money on deposit and to secure or discharge any debt or obligation of or binding on the Company or any person, including (without prejudice to the generality of the foregoing) any company which is for the time being a subsidiary or a holding company of the Company or another subsidiary of a holding company of the Company or otherwise associated with the Company, in any manner and in particular (without prejudice to the generality of the foregoing) by mortgages of or charges upon all or any part of the undertaking property and assets (present and future) and uncalled capital of the Company or by the creation and issue of securities."




Secretary