

No: 2016555

THE COMPANIES ACT 1985 (AS AMENDED)  
(the "Act")

Private limited company

Written resolutions deemed passed as ordinary resolutions  
A and B of

Fidelity Investment Services Limited  
(the "Company")

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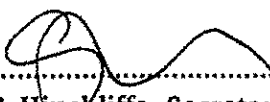
Passed 28 June 2000

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IT IS HEREBY RESOLVED THAT:-

- (A) the authorised share capital of the Company be increased from £6, 100,000 to £20,100,000 such that following the passing and implementation of this resolution, the authorised share capital comprises 100,000 ordinary shares of £1.00 each and 200,000 Redeemable Non-Voting Preference Shares of £100 each having the rights and privileges and being subject to the restrictions contained in the articles of association of the Company; and
- (B) pursuant to section 80 of the Act, the directors be and they are hereby authorised generally and unconditionally to allot relevant securities (as defined in section 80 of the Act) up to an aggregate nominal amount of £20,100,000 provided that this authority, unless renewed, shall expire on the date five years from the date on which this resolution is passed save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

Dated the 28 day of June, 2000

  
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S A Hinchliffe, Secretary, for and on behalf of Fidelity Investment Services  
Services Limited

