

* Company Number: 02106736

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

TYNDALL INVESTMENTS LIMITED

(PASSED ON 2ND DECEMBER 1998)

At an Extraordinary General Meeting of the members of Tyndall Investments Limited held at 1 Grosvenor Place, London SW1X 7JJ on Wednesday 2nd December 1998 at 11.45 a.m. the following resolution was passed as a special resolution.

SPECIAL RESOLUTION

THAT in accordance with Section 250 of the Companies Act 1985, the Company, being a dormant company within the meaning of the said section, shall be exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and obligations to appoint auditors.

For and on behalf of

JUPITER ASSET MANAGEMENT LIMITED

[Signature] Secretaries

