

No. 2471819

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION

of

STENA FANTASIA (F.L.) LIMITED

Passed 5th March 1998

Pursuant to Section 381A of the Companies Act 1985 and Regulation 53 of Table A of the Companies Act (Tables A to F) Regulations 1985, forming part of the Articles of Association of the Company and as amended by Article 8 thereof, the following Written Resolution is hereby passed as a Special Resolution:

SPECIAL RESOLUTION

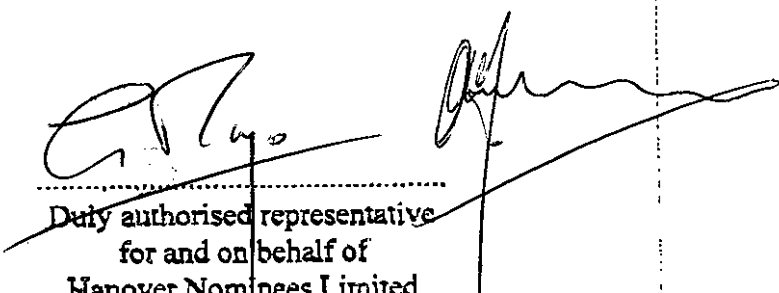
THAT:

- (a) the authorised share capital of the Company be increased from £1000 to £20,000,000 by the creation of 19,999,000 additional ordinary shares of £1 each
- (b) the Directors be and they are hereby generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 ("the Act") to exercise all the powers of the Company to allot relevant securities up to an aggregate nominal amount of £20,000,000 for a period of 5 years from the date of the passing of this Resolution but so that this authority shall allow the Company to make offers or agreements before



the expiry of this authority which would or might require relevant securities to be allotted after such expiry:

- (c) the Directors be and they are hereby empowered pursuant to Section 95(1) of the Act to allot equity securities (as defined in Section 94(2) of the Act) for cash pursuant to the authority referred to in paragraph (b) of this resolution as if Section 89(1) of the Act did not apply to such allotment PROVIDED THAT such power shall expire on the earlier of either the date of adoption of new Articles of Association of the Company or the fifth anniversary hereof (save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired);
- (d) all previous authorities given by the Company in General Meeting pursuant to section 80 of the Act be and they are hereby revoked Provided that such revocation shall not have retrospective effect; and
- (e) words and expressions defined in or for the purposes of Part IV of the Act shall bear the same meanings in this Resolution.



Duty authorised representative
for and on behalf of
Manover Nominees Limited