**COMPANY NUMBER: 2806007** 

## THE COMPANIES ACT 1985 AND 1989

## COMPANY LIMITED BY SHARES SPECIAL RESOLUTION

OF

## **LUPUS CAPITAL PLC**

At an Extraordinary General Meeting of the Company duly convened and held at the offices of Lawrence Graham, 190 Strand, London, WC2R 1JN on 24 May 2004, the following Resolution was duly passed as a Special Resolution:

## **SPECIAL RESOLUTION**

THAT subject to the sanction of the Court, the share premium account of the Company be cancelled:

CHAIRMAN

A14 \*A7X81UGY\* DS07

A14 COMPANIES HOUSE

0607 27/05/04