

No. 2899888

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION

-of-

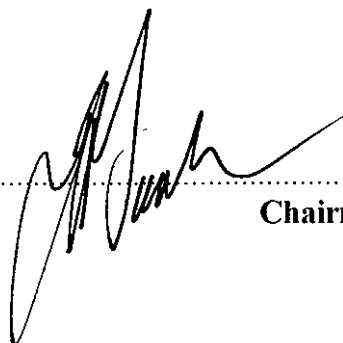
CLEAREX PLASTICS LIMITED

(passed on 13th November, 1997)

At an Extraordinary General Meeting of the Company duly convened and held at 7 Spencer Parade, Northampton on 13-11-1997, the following resolutions were duly passed as Ordinary Resolutions of the Company:-

ORDINARY RESOLUTIONS

1. That the authorised share capital of the Company be increased from £100,000 by the creation of 50,000 ordinary shares of £1 each ranking pari passu in all respects with the existing ordinary shares in the capital of the Company.
2. That the Directors of the Company be and they are hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (as defined for the purposes of Section 80 of the Companies Act 1985) provided that the maximum amount of the relevant securities that may be allotted under this authority is £50,000 in nominal amount; and provided that this authority shall expire on the day five years after the passing of this resolution 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; and all previous authorities under Section 80 of the Companies Act 1985 shall henceforth cease to have effect.


Chairman

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