

Company number: 3021535

THE COMPANIES ACT 1985 AND 1989

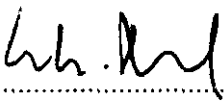
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

BARING BROTHERS LIMITED
(the "Company")

Pursuant to a written resolution of the sole member of the Company passed pursuant to Article 14 of the Articles of Association of the Company on 15 November 1999 the Company resolved by way of special resolution:

- (a) that the Company be authorised to purchase 37,037,150 of its own shares of £1 each out of its capital;
- (b) that the Company be authorised to enter into an agreement to effect such repurchase and to complete such agreement (subject to section 173 of the Companies Act 1985) not earlier than 5 weeks nor more than 7 weeks after the passing of this resolution.

Signed.....
Company secretary

