

Registered Number: 3051270

THE COMPANIES ACTS 1985 and 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- of -

ALLOWNEXT LIMITED

(Passed the 27th day of June 1995)

AT AN EXTRAORDINARY GENERAL MEETING of the Members of the Company duly convened and held at Kings Hall, Parsons Green, St. Ives on the 27th day of June 1995 at 11.05 am/pm the following Resolution was unanimously passed as a Special Resolution:-

SPECIAL RESOLUTION

THAT:

- (a) the authorised share capital of the Company be and is hereby increased from £1000 to £200,000,000 by the creation of 199,999,000 new shares of £1.00 each ranking pari passu in all respects with the existing shares in the capital of the Company;
- (b) pursuant to and in accordance with section 80 of the Companies Act 1985 ("the Act") the Directors be and they are hereby generally and unconditionally authorised to allot relevant securities in the Company (as defined in the said section 80) up to a maximum nominal amount of £200,000,000 provided that this authority shall expire on the fifth anniversary of the date of passing of this resolution;
- (c) pursuant to and in accordance with section 95 of the Act the Directors be and they are hereby empowered to allot equity securities (as defined in section 94 of the Act) pursuant to the authority given by paragraph (b) above if section 89(1) of the Act did not apply to such allotment.

x L J L *[Signature]*
Chairman

