

C.N 276604f

SIDAT RE NEG

CHEQUE NO 874 138 (NW)

Company No: 3055360

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**

**RESOLUTION**

of

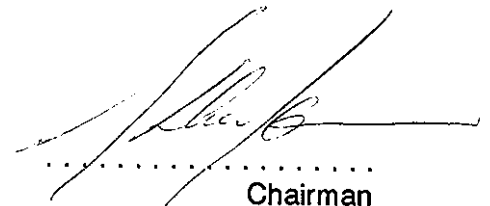
**MATLORILL LIMITED**  
(passed on 20 June 1996)

At an extraordinary general meeting of the company duly convened and held at 26 Victoria Way Burgess Hill West Sussex on 20 June 1996 the following resolution was duly passed as a special resolution of the company:

That:

1. the company be re-registered as a public limited company pursuant to the provisions of section 43 of the Companies Act 1985;
2. the memorandum of association of the company be altered by:
  - (1) the insertion of a new clause immediately after the existing clause 1 which shall state "The company is to be a public limited company"; and
  - (2) the re-numbering of existing clauses 2, 3, 4 and 5 as clauses 3, 4, 5 and 6 respectively;

all as set out in the document produced to the meeting and, for the purposes of identification, initialled by the chairman;
3. the name of the company be changed to NETWORK TECHNOLOGY GROUP PLC

  
Chairman

