

3055360
Company Number 3055360

Company Limited by Shares
Special Resolution
of
Matlorill Limited

AT AN extraordinary general meeting of the Company duly convened and held at HBM House
26 Victoria Way Burgess Hill West Sussex on 17 May 1996 the following resolutions were
duly passed as special resolutions

Special Resolutions

That:-

1. the directors be and are hereby generally and unconditionally authorised for the purposes of s80 of the Companies Act 1985 to allot relevant securities (within the meaning of that section) or to grant any right to subscribe for or to convert any security into relevant securities in the Company up to a maximum nominal amount of £396,534 at any time or times during the period from the date of the passing of this resolution up to and including 30 June 1996 on which date the authority given by this resolution shall expire save that the Company may before such expiry of the authority make any offer or agreement which would or might require shares to be allotted or rights to subscribe for or to convert any security into shares to be granted after the expiry of the authority.
2. the directors be and are hereby empowered to allot equity securities within the meaning of s.94 of the Companies Act 1985 for cash pursuant to the authority conferred by resolution number 1 above as if s89(1) of the said Act did not apply to any such allotment **PROVIDED THAT** this authority shall expire on the earlier of the date of the next of the next annual general meeting of the Company after the passing of this resolution and 30 June 1996 save that the Company may before such expiry date make any offer or agreement which would or might require equity securities to be allotted after such expiry date and accordingly the directors may allot equity securities pursuant to any such offer or agreement as if such authority had not expired

KB
Chairman

