

The Companies Act 1985

PRIVATE COMPANY LIMITED BY SHARES

ORDINARY RESOLUTIONS OF NEWCASTLE UNIVERSITY HOLDINGS
LIMITED

Dated this 29th day of September 2000.

At an Extraordinary General Meeting of the Company the following resolutions were unanimously passed:

- 1 THAT the authorised share capital of the Company be increased from £100,000 to £500,000 by the creation of 400,000 ordinary shares of £1.00 each ranking pari passu with the existing authorised shares in the Company.
- 2 THAT the directors of the Company be and they are hereby authorised pursuant to section 80 Companies Act 1985 generally and unconditionally to exercise each and every power of the Company to allot relevant securities up to a maximum in nominal value of £500,000 such authority to expire on 29th September 2005
3. THAT the Directors be and are hereby unconditionally empowered pursuant to section 95 of the Companies Act 1985 to allot or agree to allot 500,000 ordinary shares of £1.00 each in the capital of the Company and that the provisions of sections 89 and 90 of the Companies Act 1985 shall not apply to any such allotment or agreement to allot provided that this authorisation shall expire five years after the passing of this Resolution.

✓.....*[Signature]*.....
Chairman