

THE COMPANIES ACT 1985 (the "Act")

COMPANY LIMITED BY SHARES

RESOLUTION

- of -

SECURICOR (1996) PUBLIC LIMITED COMPANY

(the "Company")

COMPANY NUMBER 3120711

(passed on 9 August 2005)

At an Extraordinary General Meeting of the Company held at The Manor, Manor Royal, Crawley, West Sussex RH10 9UN on 9 August 2005 the following resolution was unanimously passed by the Company as a special resolution:

SPECIAL RESOLUTION

THAT:

- (i) The Company be re-registered as a private limited company;
- (ii) the name of the Company be changed to "Securicor (1996) Limited";
- (iii) the Memorandum of Association of the Company be amended:
 - (a) by amending paragraph 1 to provide that the name of the Company is Securicor (1996) Limited; and
 - (b) by deleting paragraph 2 and renumbering the subsequent paragraphs 3 to 6 as 2 to 5;
- and
- (iv) the Articles of Association contained in the printed document produced to the meeting and initialled by the Chairman thereof for the purpose of identification be and are hereby approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association of the Company.


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SECRETARY

