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**THE COMPANIES ACT 1985**  
**LIMITED COMPANY**  
**WRITTEN RESOLUTIONS OF THE SOLE SHAREHOLDER OF**  
**CANTOR INDEX LIMITED**  
**DATED 20 DECEMBER 2000**

We, the undersigned, being the sole Shareholder of the above Company for the time being having a right to attend and vote at the General Meetings, hereby pass the following Resolution pursuant to the provisions of the Company's Articles of Association and the Companies Acts:

**SPECIAL RESOLUTION**

THAT the Directors be and they are hereby:

- (a) generally and unconditionally authorised in accordance with section 80 Companies Act 1985 to exercise all the powers of the Company to allot relevant securities (within the meaning of the said section 80) up to an aggregate nominal amount of US\$100,000,000 during the period commencing on the date of the passing of this Resolution and expiring on 30 December 2005 (both dates inclusive), but so that this authority shall allow the Company to make before the expiry of this authority offers or agreements which would or might require relevant securities to be allotted after such expiry and notwithstanding such expiry the Directors may allot relevant securities in pursuance of such offers or agreement; and
- (b) empowered, pursuant to section 95 Companies Act 1985 ("CA1985"), to allot equity securities (within the meaning of section 94 CA1985) pursuant to the authority given by paragraph (a) of this Resolution as if section 89(1) CA1985 did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities up to an aggregate nominal amount of US\$100,000,000 and shall expire on 30 December 2005 except that the Company may before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry, and notwithstanding such expiry the Directors may allot equity securities in pursuance of such offers or agreement and all authorities previous conferred under section 95 CA1985 be and they are hereby revoked, provided that such revocation shall not have retrospective effect.

Signature: 

Name: LEE AMAITIS

Duly authorised for and on behalf of  
Cantor Fitzgerald International

Date of signature: 20 DECEMBER 2000

