

EID SMARTSOFT LTD

Written Resolutions by way of Special and Elective Resolutions of the Single Member of the Company made pursuant to Regulation 53 of Table A in the Companies (Tables A to F) Regulations 1985 (which provision is incorporated by reference in the Articles of Association of the Company).

Euro-Information Developpements SA, being the holder of the entire issued share capital of the Company and being the Single Member of the Company having the right to attend and vote at a general meeting of the Company hereby RESOLVES to pass the following Resolutions:

AS SPECIAL RESOLUTIONS

1. THAT Clause 3 of the existing Memorandum of Association of the Company be deleted and that a new Clause 3 be adopted in substitution therefor and to the exclusion thereof in the form of the draft attached hereto marked "A" and signed for the purposes of identification by or on behalf of the Single Member of the Company.
2. THAT the existing Articles of Association of the Company be deleted and that new Articles of Association be adopted in substitution therefor and to the exclusion thereof in the form of the draft attached hereto marked "B" and signed for the purposes of identification by or on behalf of the Single Member of the Company.

AS ELECTIVE RESOLUTIONS

3. THAT pursuant to and in accordance with Section 252(1) of the Companies Act 1985 as inserted by Section 16 of the Companies Act 1989 the Company elects to dispense with the laying of accounts and reports before the Company in general meeting.

