



Company Number 03556795

**THE COMPANIES ACT 1985 AND 1989
COMPANY LIMITED BY SHARES
RESOLUTION IN WRITING**

of

NORPRINT LABELLING SYSTEMS LIMITED

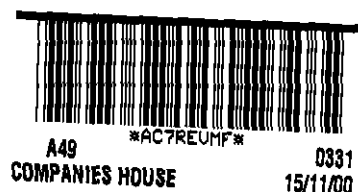
In accordance with section 381A of the Companies Act 1985, we, being the only members of the Company who, at the date of this written resolution, are entitled to attend and vote at a general meeting of the Company, **HEREBY RESOLVE THAT** the following resolution shall take effect as an ordinary resolution of the Company:-

1. **THAT** in accordance with section 312 of the Companies Act 1985 the Company is authorised to pay the amount of £44,807.45 representing the ex gratia element of the total termination payment of £83,395.75 to Clive Plummer pursuant to the terms of a Compromise Agreement to be executed on the date hereof by the Company and Clive Plummer whereupon he will resign as a director and employee of the Company

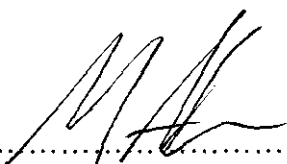
.....
Eden Douglas

.....
Malcolm Metcalfe

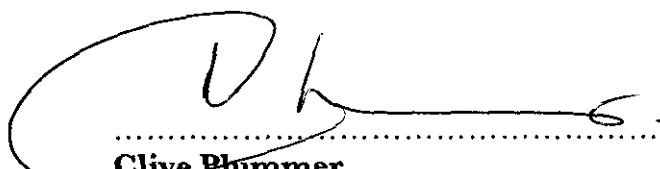
.....
Peter Gardner






.....
Michael Aiken


.....
Christopher Maycroft


.....
Clive Plummer


For and on behalf of Lloyds TSB Development Capital Limited

Dated : 21 September 2000