05-06-99

METNOR GROUP PLC

COMPANY NUMBER 3596379

SPECIAL RESOLUTION

At a General Meeting of the members of the above named company duly convened at 5th Floor, Quayside House, 110 Quayside, Newcastle upon Tyne, NE1 3DX at 11.00am on 28 May 1999 the following Special Resolution of the Company was passed:-

"That the directors be unconditionally authorised (pursuant to section 95 of the Companies Act 1985) to allot equity securities (as defined in section 94(2) of the Companies Act 1985) for each pursuant to the resolution at 6 above as if section 89(1) of the Companies Act 1985 did not apply in respect of the issue of equity securities up to an aggregate nominal amount of £6,350.00 such authority to expire on the date of the next Annual General Meeting."

R G GUY

DIRECTOR

Dated 28 May 1999



1 THE STATE OF THE