

STERIA UK LIMITED

(Company Registration No: 03693084)

(the 'Company')

The Companies Act 1985 (as amended by the Companies Act 1989)

Private Company Limited by Shares

RESOLUTIONS OF THE MEMBERS OF

STERIA UK LIMITED

Passed on 22 August 2002

ORDINARY RESOLUTION

THAT the Directors' Report and Accounts and Auditors Report for the year ended 31 December 2001 be and are hereby received and adopted and that no dividend be declared in respect of the year.

ORDINARY RESOLUTION

THAT Messrs Deloitte & Touche be appointed auditors.

ELECTIVE RESOLUTION

THAT pursuant to the provisions of section 366 Companies Act 1985 the obligation to appoint auditors annually be and is hereby dispensed with.

Signed:.....
Gérard Guyodo
For and on behalf of
Steria Holdings Limited

Date: 22 August 2002

