

Company Number 3707886



THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

AHL MANAGEMENT LIMITED

(Passed *4 March* 1999)

AT AN EXTRAORDINARY GENERAL MEETING of the Members of the Company duly convened and held at *Cornwall Court, Cornwall Street, Birmingham* on *4 March* 1999 the following Resolutions were unanimously passed as Ordinary and Special Resolutions:

ORDINARY RESOLUTIONS

Resolution 1

That the authorised share capital of the Company be increased to £29,900 (twenty-nine thousand nine hundred pounds) by the creation of 29,800 (twenty-nine thousand eight hundred) new Ordinary Shares of £1 (one pound) each.

Resolution 2

That the Directors of the Company be and they are hereby generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 ("the Act") to exercise all the powers of the Company to allot relevant securities up to but not exceeding an aggregate nominal amount of £29,894 (twenty-nine thousand eight hundred and ninety four pounds), provided that this authority shall (unless previously revoked or varied by the Company in general meeting) expire on the fifth anniversary of the date of this resolution ("period of authority") save that the Company may before the expiry of the period of authority make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allow relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred had not expired and that all previous general authorities granted to the Directors pursuant

to Section 80 of the Act (or the statutory provisions of which that is a re-enactment) be hereby revoked.

A handwritten signature in black ink, appearing to read "P. B. Rath", with a horizontal line extending from the end of the signature.

CHAIRMAN