

SPECIAL RESOLUTION

J378(2)

Company number: 3763701

Name of Company

Motologic plc

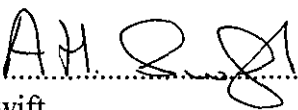
**At an Extraordinary General Meeting of the members of the above-named company
duly convened and held at**

CHARTER HOUSE, THE SQUARE, LOWER BRISTOL ROAD, BATH

on the 12th DAY OF JULY 1999

the following resolution was duly passed:-

- ♦ That the capital of the company be and it is hereby increased from £50,000 to £1,000,000 by the creation of an additional 950,000 ordinary shares of £1 each.
- ♦ The Memorandum and Articles of Association be changed to reflect the increased authorised share capital.

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A H Swift

