


COMPANY NUMBER: 3763701

THE COMPANIES ACT 1985
THE INSOLVENCY ACT 1986
AND THE INSOLVENCY RULES 1986

RESOLUTIONS
OF
MOTOLOGIC PLC

At an EXTRAORDINARY GENERAL MEETING of the Motologic plc ("the Company"), duly convened and held at Congress House, 23-28 Great Russell Street, London WC1B 3LS on Tuesday 14th March 2000 at 10.30 the following resolutions were duly passed as an extraordinary resolution and an ordinary resolution respectively:

- (i) THAT it has been proven to the satisfaction of this meeting that the Company cannot, by reason of its liabilities, continue its business and that it is advisable to wind up the same that accordingly the Company be wound-up; and
- (ii) THAT Robert William Leslie Horton of Bristow Burrell & Partners, 3 Riverview, Walnut Tree Close, Guildford, Surrey GU1 4UX be and is hereby appointed as liquidator of the Company for the purposes of the winding-up.


ROBERT MERCER
Chairman

