

Company No: 4013600

**WRITTEN MEMBERS' RESOLUTION**

of

**NATURAL MANAGEMENT LIMITED**

**(the "Company")**

By a written resolution dated 14 December 2006, passed in accordance with Article 6 of the Company's articles of association, all the members of the Company who at the date of the resolution would be entitled to attend and vote at a general meeting of the Company, unanimously resolved that the following resolution shall have effect as if it had been passed as a special resolution at a general meeting of the Company duly convened and held:

**SPECIAL RESOLUTION**

**THAT** the Company's articles of association be amended by the addition of the following articles:

**7(E)** *A meeting of the Board of Directors may consist of a conference between Directors some or all of whom are in different places provided that each director who participates is able:*

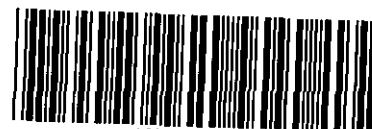
*(i) to hear each of the other participating Directors addressing the meeting;  
and*

*(ii) to address all of the other participating Directors simultaneously,*

*whether directly, by conference telephone or by any other form of communications equipment or by a combination of them.*

**15 Registration of shares**

*Notwithstanding anything contained in these Articles:*



- (a) *the directors (or director if there is only one) of the Company may not decline to register any transfer of shares in the Company nor suspend registration of any such shares; and*
- (b) *a holder of shares in the Company is not required to comply with any provision of the Articles which restricts the transfer of shares or which requires any such shares to be first offered to all or any current shareholders of the Company before any transfer may take place,*

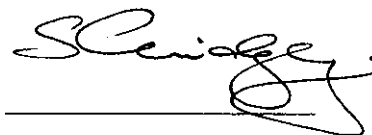
*where in any such case the transfer is or is to be:*

- (a) *executed by a bank or institution to which such shares have been mortgaged or charged by way of security (or by any nominee of such bank or institution) pursuant to a power of sale under such security;*
- (b) *executed by a receiver or manager appointed by or on behalf of any such bank or institution under any such security; or*
- (c) *to any such bank or institution (or to its nominee) pursuant to any such security.*

*A certificate by any officer of such bank or institution that the shares were so charged and the transfer was so executed shall be conclusive evidence of such facts.*

## **16 Liens**

*Notwithstanding anything contained in these Articles, whether expressly or impliedly contradictory to the provisions of this Article 16 (to the effect that any provision contained in this Article 16 shall override any other provision of these Articles), any lien on shares which the Company has shall not apply in respect to any shares which have been charged by way of security to any person.*



For Natural Management Limited,

Company Secretary