

Company Number: 4220043

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

XCHANGING PROCUREMENT SERVICES LIMITED

Pursuant to Section 381 of the Companies Act

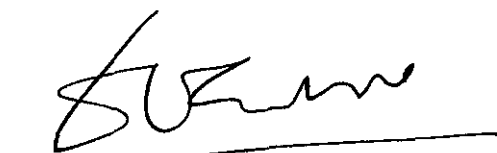
The following resolution was passed as a special resolution of the Company on 25 November 2005 by the sole shareholder of the Company entitled to attend and vote at general meetings of the Company:

IT IS HEREBY RESOLVED that, the existing Article 12.1 of the Articles of Association of the Company shall be amended by replacing:

"The Directors shall be not more than 11 in number of whom 5 shall be A Directors and 6 shall be B Directors."

With

"The Directors shall be not more than 13 in number of whom 6 shall be A Directors and 7 shall be B Directors."



For and on behalf of:

XCHANGING PROCUREMENT SERVICES (HOLDCO) LIMITED



CERTIFIED A TRUE COPY



DIRECTOR/SECRETARY

Company Number: 4220016

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

XCHANGING PROCUREMENT SERVICES (HOLDCO) LIMITED

Pursuant to Section 381 of the Companies Act

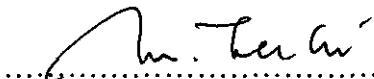
The following resolution was passed as a special resolution of the Company on 25 November 2005 by the shareholders of the Company entitled to attend and vote at general meetings of the Company:

IT IS HEREBY RESOLVED that, the existing Article 12.1 of the Articles of Association of the Company shall be amended by replacing:

"The Directors shall be not more than 11 in number of whom 5 shall be A Directors and 6 shall be B Directors."

With

"The Directors shall be not more than 13 in number of whom 6 shall be A Directors and 7 shall be B Directors."


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For and on behalf of BAE Systems plc


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For and on behalf of XUK Holdco (No.2) Limited

CERTIFIED A TRUE COPY



~~DIRECTOR/SECRETARY~~