

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS

-of-

HAT TRICK HOLDINGS LIMITED

At an Extraordinary General Meeting duly convened and held at 10 Livonia Street, London, W1 on 30 November 2006 the following resolutions were duly passed, those numbered 1 and 2 as Ordinary Resolutions and that numbered 3 as a Special Resolution of the Company.

RESOLUTIONS

- 1 THAT the authorised share capital of the Company be increased from £111,688 to £124,098 by the creation of 12,410 shares of £1 each ranking pari passu in all respects with the existing Ordinary Shares of £1 each in the capital of the Company
- 2 THAT notwithstanding the provisions of Article 5 of the Company's Articles of Association, in accordance with Section 80 of the Companies Act 1985, the Directors be and are hereby generally and unconditionally authorised, for the period commencing on and with effect from the date of adoption of this Resolution and expiring on the fifth anniversary of such date, to allot, grant options over or otherwise dispose of the unissued shares in the capital of the Company up to an aggregate nominal value of £12,410,
- 3 THAT notwithstanding the provisions of Article 5 of the Company's Articles of Association, in accordance with Section 95(1) of the Companies Act 1985 the directors be and are hereby given power to allot equity securities (as defined in Section 95(2) of the Act) pursuant to the authority conferred by paragraph (2) above as if Section 89(1) of that Act did not apply to such allotment, such power to expire on the fifth anniversary of the date hereof

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