

COMPANY NO.04994533

INNEY INVESTMENTS LIMITED

(the Company)

WRITTEN MEMBERS' RESOLUTION

In accordance with section 381A of the Companies Act 1985 and the Company's Articles of Association, WE, being all of the members of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, as holder of all the Ordinary Shares in the capital of the Company **DECLARE** that the following resolutions shall have effect as if passed by the Company in general meeting and accordingly **WE RESOLVE**:

- 1. AS AN ORDINARY RESOLUTION OF THE COMPANY, THAT the authorised share capital of the Company be altered and increased to £1,000 by the creation of 900 Ordinary Shares of £1 each.**

- 2. AS AN ORDINARY RESOLUTION OF THE COMPANY, THAT in addition to all existing authorities the directors be generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to:**

(i) allot relevant securities (within the meaning of section 80) up to an aggregate nominal amount of £1,000 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) five years after the date on which this resolution is passed; and

(ii) make an offer or agreement which would or might require relevant securities to be allotted after expiry of this authority and the directors may allot relevant securities in pursuance of that offer or agreement as if this authority had not expired.

- 3. AS A SPECIAL RESOLUTION OF THE COMPANY, THAT Article 4.(i) of the Company's Articles of Association be and is hereby disapplied to the proposed issuance of 51 ordinary shares of £1 each to S.D. Jenkins and 50 ordinary shares of £1 each to R.A. Jenkins.**

It is ~~filed~~ By the members on the
18th day of February 2004

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Company Secretary

