

PONG LIMITED

Minutes of a Meeting of the Board of Directors at the above-names Company held at Red House, 21 Bar Road North, Beckingham, Doncaster, South Yorkshire DN10 4NN on 25th May 2005 at 3pm.

Present: Marion Smith (Chairman)
Christopher Smith (Director)

1. Quorum and Purpose of Meeting

- 1.1 The Chairman reported that a quorum of Directors was present in accordance with the Articles of the Company.
- 1.2 The Chairman reported that the purpose of the Meeting was to authorise the issue of 99 ordinary shares in accordance with the share allotment stated in the Company's Articles of Association, on a renounceable basis.

2 Appointment of Director

2.1 IT WAS RESOLVED that

99 ordinary shares should be issued on a renounceable basis and that these should be offered to Marion Smith as fully paid up shares in consideration of her contributions to the Company from the period 02.06.04 to 01.06.05.

3. There being no further business the meeting was then terminated.



M.A. Smith
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Chairman