

076107/10

No of Company: 5540630

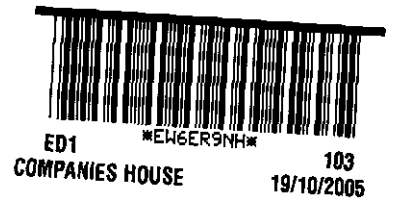
NEW COMPANIES

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

- of -

PRECIS (2549) LIMITED



The following resolutions were duly passed by the Company's sole shareholder in writing on 11 October 2005:

1. **THAT** the name of the Company be changed to Enam Securities Europe Limited **AND THAT** the Memorandum of Association of the Company be amended to reflect this;
2. **THAT** clause 3 of the Memorandum of Association of the Company be amended by;
 - (i) deleting the existing sub-clause (1) of clause 3 and replacing it with the following wording:

"To provide financial services, advice and facilities of every description, including (but without limiting the generality of the foregoing words) all those capable of being provided by bankers, stockbrokers, stockjobbers, investment and pension fund managers and advisers, promoters and managers of unit trusts and other investment media, financial advisers, insurance brokers, underwriters, issuing houses and financiers, in Europe and other parts of the world, including (but not limited to) India, Asia and the Americas.";
 - (ii) deleting the existing sub-clause (2) of clause 3 and replacing it with the following wording:

"To invest the funds of or available to the company in the share or loan capital of any other company or enterprise wherever incorporated or carrying on business, and in the bonds or other obligations of any authority, undertaking or corporation, whether public or private.";
 - (iii) deleting the existing sub-clause (3) of clause 3; and
 - (iv) renumbering the existing sub-clauses (4) to (26) of clause 3 as sub-clauses (3) to (25).
3. **THAT** pursuant to the provisions of Section 252, Companies Act 1985, the Company dispenses with the laying of accounts and reports before the Company in general meeting;
4. **THAT** pursuant to the provisions of Section 366A, Companies Act 1985, the Company dispenses with the holding of annual general meetings;
5. **THAT** pursuant to the provisions of Section 386, Companies Act 1985, the Company dispenses with the obligation to appoint auditors annually;

6. **THAT** pursuant to Section 80A(1), Companies Act 1985, the provisions of Section 80A of the said Act shall apply instead of the provisions of Sections 80(4) and 80(5) in relation to the giving or the renewal, after the passing of this resolution, of an authority to allot shares;
7. **THAT** pursuant to the provisions of Section 369(4) and Section 378(3) of the Companies Act 1985 the Company hereby elects that the said provisions shall have effect in relation to the Company as if for the references to 95 per cent. therein there were substituted references to 90 per cent;

A handwritten signature in dark ink, consisting of several overlapping loops and strokes, positioned above a dotted line.

FOR AND ON BEHALF OF PEREGRINE SECRETARIAL SERVICES LIMITED