

Registered Number: SC45228

COMPANIES ACTS 1985 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF WILLIAM JOHNSTON & CO (ENGINEERS) LIMITED

We the undersigned, being all the members of William Johnston & Co (Engineers) Limited ("the Company") who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, in accordance with the provisions of Section 381A of the Companies Act 1985 (as amended) and pursuant to the powers and authorities contained in the Articles of Association of the Company HEREBY RESOLVE as follows:-

Purchase of Own Shares

1. "THAT the proposed Agreement between the Company and Ian Joseph McKnight in respect of the proposed purchase by the Company of 283 Ordinary Shares of £1 each in the capital of the Company be approved."

G. J. McKnight
Michael McKnight
James McKnight
James McKnight
James McKnight
James McKnight
James McKnight
James McKnight

Date: *22 March 03*

Date: *22.3.03*

Date: *22.03.03*

Date: *22.03.03*

Date: *22.3.03*

Date: *22.03.03*

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COMPANIES HOUSE 09/05/03

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IR McKnight
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