

**COMPANIES ACT 1985**  
**PRIVATE COMPANY LIMITED BY SHARES**

**ALBACHEM LIMITED**  
**(REGISTERED NO. SC154034)**

Notice is hereby given that on Monday 3<sup>rd</sup> December 2001 the following resolution was passed as a Special Resolution of the Company:

**SPECIAL RESOLUTION**

"THAT

- a) each of the existing ordinary shares of £0.50p each in the capital of the Company be and is hereby sub-divided into ten ordinary shares of £0.05p each, each having the rights and being subject to the restrictions set out in the articles of association to be adopted in terms of part (d) of the resolution set out below;
- b) in substitution for any existing power under section 80 of the Companies Act 1985 (as amended) (the "Act"), but without prejudice to the exercise of any such authority prior to the date hereof, the Directors be and are hereby generally and unconditionally authorised in accordance with section 80 of the Act to exercise all the powers of the Company to allot relevant securities (as defined in Section 80(2) of the Act) up to an aggregate nominal amount of £850.20 such authority to expire 5 years from the date hereof;
- c) in substitution for any existing power under section 95 of the Act, the Directors be and are hereby generally and unconditionally empowered pursuant to section 95 of the Act, to allot equity securities (as defined in section 94(2) of the Act) for cash pursuant to the above authority given in accordance with section 80 of the Act as if section 89(1) of the Act did not apply to the allotment such power to expire 5 years from the date hereof; and
- d) the regulations contained in the document produced to the Meeting for the purposes of identification signed by the Chairman be and are hereby approved and adopted as the articles of association of the Company and in substitution for and to the exclusion of all existing articles of association of the Company."

  
Director

