

THE COMPANIES ACTS 1985-1989
PRIVATE COMPANY LIMITED BY SHARES
DIAGNOSTIC POTENTIALS LIMITED
(COMPANY NUMBER 178691)

The undernoted resolutions were passed as special resolutions of the company by written resolution procedure on **9 JULY 1999:-**

- 1 THAT the authorised share capital of the Company be and is hereby diminished to £5 by the cancellation of 995 unissued ordinary shares of £1 each;
- 2 THAT each of the existing issued and unissued ordinary shares of £1.00 each in the capital of the Company be and is hereby sub-divided and converted into one thousand ordinary shares of £0.001 each in the capital of the Company, each of such shares having the rights and being subject to the obligations contained in the Articles of Association of the Company adopted by Resolution 5 below;
- 3 THAT in substitution for any existing authority (but without prejudice to the previous exercise of any such authority), the Directors of the Company be and are hereby authorised generally and unconditionally for the purposes of Section 80 of the Companies Act 1985 ("the Act") to exercise all of the powers of the Company to allot relevant securities (within the meaning of Section 80(2) of the Act) up to the total amount of the authorised share capital of the Company for the time being remaining unissued at any time or times for the period of 5 years from the date of this resolution save that the Company may before the expiry of such authority make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such offer or agreement as if the power conferred hereby had not expired;
- 4 THAT the Directors of the Company be and are hereby empowered pursuant to Section 95 of the Act to allot equity securities (within the meaning of Section 94 of the Act) pursuant to the authority conferred by Resolution 3 above as if Section 89(1) of the Act did not apply to any such allotments;
- 5 THAT the existing Articles of Association of the Company be deleted in their entirety and the Articles of Association attached to this resolution be adopted as the new Articles of Association of the Company in substitution therefor.

Certified as a true copy.

Signed


.....
Director

Dated

9th July 1999
.....

