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## MEDICAL SOLUTIONS PLC

#### **ANNUAL GENERAL MEETING**

At the ninety eighth Annual General Meeting of Medical Solutions plc held at the premises of Hammonds, 7 Devonshire Square, Cutlers Gardens, London EC2M 4YH on 20 June 2003 at 11 a.m. the following resolutions were passed:

### As ordinary resolutions:

- 1. To receive and adopt the financial statements for the year ended 31 December 2002 together with the reports of the directors and auditors.
- 2. To elect as Director of the company Karol Sikora who retires in accordance with the articles of association.
- 3. To elect as Director of the company Ian Ellis who retires in accordance with the articles of association.
- 4. To elect as Director of the company Gareth Roberts who retires in accordance with the articles of association.
- 5. To elect as Director of the company Andy Longstaffe who retires in accordance with the articles of association.
- 6. To approve the Directors' remuneration report.
- 7. To re-appoint Deloitte & Touche as auditors and to authorise the directors to determine their remuneration.
- 8. That the Directors be and they are hereby authorised for the purposes of Section 80 of the Companies Act 1985 (the "Act") to allot and issue relevant securities (as defined in that section) until the expiry of the period of fifteen months beginning on the date on which this resolution is passed or, if earlier, until the conclusion of the annual general meeting of the Company next following the date on which this resolution is passed, up to that number of relevant securities (as so defined) whose nominal value does not exceed in aggregate £411,935.20.

#### As special resolutions:

- 9. That the Directors be and they are hereby authorised for a period of fifteen months, or, if earlier, until the conclusion of the annual general meeting of the Company next following the date on which this resolution is passed, to allot equity securities (as defined in the Act):
- (a) for cash in relation to a number of equity securities as so defined whose nominal value does not exceed £79,403.24 in aggregate;

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(b) for cash in relation to a rights issue or open offer or other similar entitlement, issue or offer to shareholders where the relevant securities as so defined respectively offered or made available to shareholders are proportionate to the respective number of relevant securities as so defined of the relevant class held by them at the relevant record date subject to such qualifications or limitations as are deemed, from time to time, to be appropriate or desirable by the Directors.

Director