

Company No: 394688

THE COMPANIES ACTS 1985 TO 1989
FLEXIBOX INTERNATIONAL LIMITED

SPECIAL RESOLUTION

Passed 30 November 1998

At an Extraordinary General Meeting of the above-named Company held on 30 November 1998 the following resolution was passed as a Special Resolution.

"That the Company's Articles of Association be amended as follows:

- (i) by the addition of a new article number 17.
- 17 The Directors may, by power of attorney or otherwise, appoint any person to be the agent of the Company for such purpose and on such conditions as they may determine, including authority for any agent to delegate all or any of its powers and in particular, but without prejudice to the generality of the foregoing, may authorise TI Group plc ("TI Group") to arrange and manage any credit, acceptance, foreign exchange, interest rate instruments, exchange rate instruments, electronic funds transfer facilities, electronic dealing and financial facility letters and commitments in general provided to the Company by any bank or other third party and to execute on behalf of the Company and give effect to any agreement, assignment, novation or other document relating to any such facilities or any arrangement for the pooling of bank account balances within the TI Group and, with the agreement of the Company, the debiting of any of the bank accounts of the Company; and
- (ii) by the renumbering of the existing article numbers 17 to 32 as article numbers 18 to 33 respectively."



Chairman

