

THE COMPANIES ACT 1985

KALON LIMITED

Written resolutions of the sole member of the Company entitled to attend and vote at general meetings of the Company, of which resolution 1 will take effect as a special resolution and resolutions 2 and 3 will take effect as ordinary resolutions.

RESOLUTIONS

1. That the regulations contained in the document attached to this resolution and marked "A" be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of all existing articles of association.
2. That Steven John Webb (who has indicated his willingness to act) be appointed an additional director of the Company with immediate effect.
3. That the authorised share capital of the Company be increased from £500,000 to £65,000,000 by the creation of £64,500,000 ordinary shares of £1 each to rank pari passu with the existing shares of the Company.


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KALON GROUP PLC

13 December 1995
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DATE

