

Company No. 457763

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

-of-

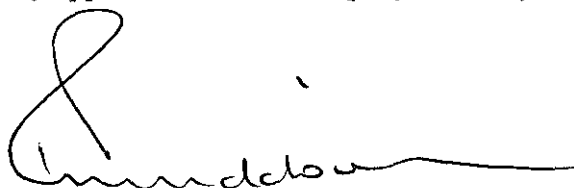
PREDART LIMITED
(the "Company")

(Effective 3rd March 2003)

The following resolutions were duly agreed to by the members of the Company in accordance with section 381A of the Companies Act 1985 with effect from 3rd March 2003.

RESOLUTIONS

"That (i) the terms of, and the transactions contemplated by the facility agreement (the **"Facility Agreement"**) to be made between Cape Plc and Cape Industrial Services Limited as borrowers; certain other members of the group of companies of which Cape Plc is the holding company as guarantors; Barclays Bank Plc and National Westminster Bank Plc as arrangers; the financial institutions named therein as lender (the **"Lenders"**) and National Westminster Bank Plc as agent pursuant to which a sterling credit facility is to be made available by the Lenders to Cape Plc and Cape Industrial Services Limited and containing inter alia, a guarantee to be given by the Company of all the obligations from time to time of each borrower under, inter alia, the Facility Agreement be hereby approved and the Company is hereby authorised to enter into the Facility Agreement, (ii) the terms of and the transactions contemplated by any ancillary facilities granted by the Lenders to the borrowers be hereby approved and the Company is hereby authorised to enter into any such ancillary facilities and (iii) the security granted by the borrowers and the Company in favour of the Lenders is hereby approved and the Company is hereby authorised to give any such security."



.....
Director

