

*Paul Clements*

Company Secretary, Du Pont (U.K.) Limited

S ACTS 1948 TO 1989

**PRIVATE COMPANY LIMITED BY SHARES  
RESOLUTIONS**

**DU PONT (U.K.) LIMITED  
(the "Company")**

(Passed *7 August* 2001)

At an Extraordinary General Meeting of the Company duly convened and held on Tuesday, 7th August 2001 at ~~11.20am~~ the following Resolutions were passed as to Resolution 1 as an Ordinary Resolution and as to Resolution 2 as a Special Resolution

**ORDINARY RESOLUTION**

1. That the Directors of the Company be and are hereby generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1985 ("the Act") for a period of five (5) years from the date of the passing of this Resolution to exercise all the powers of the Company to allot relevant securities (as defined in Section 80 (2) of the Act) up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the time of the passing of this Resolution **PROVIDED THAT** the Directors may allot such relevant securities after the expiry of the said five (5) year period pursuant to an offer or agreement made by the Company before such expiry which would or might require relevant securities to be allotted after such expiry.

**SPECIAL RESOLUTION**

2. THAT the Directors be and are hereby empowered pursuant to Section 95(1) of the Act to allot equity securities (within the meaning of Section 94 of the Act) in the Company pursuant to the authority conferred by Resolution numbered 1 above as if Section 89(1) of the Act did not apply to any such allotment of equity securities in the Company provided that this authority shall expire five (5) years after the passing of this Resolution.

Dated this

*7<sup>th</sup>*

day of

*August*

2001

BY ORDER OF THE BOARD



*John Anderson*  
Chairman