THE COMPANIES ACT 1985

RESOLUTION OF THE SOLE MEMBER

OF

Scottish Widows Investment Partnership Limited

DATED 30 SEPTEMBER 2004

Pursuant to section 381A of the Companies Act 1985, the sole member of the company, <u>resolved</u> as an ordinary resolution:

That the authorised ordinary share capital of the Company be increased from £7,000,000 to £21,000,000 by the creation of 14,000,000 ordinary shares of £1 each ranking pari pasu with the existing ordinary share capital of the Company; and

John Brett, Company Secretary

For and on behalf of Scottish Widows Investment Partnership Group Limited

Date: 30 September 2004

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COMPANIES HOUSE 22/10/04