

**PET TECHNOLOGIES LIMITED**  
(Company Number 1038677)  
(the "Company")

**WRITTEN RESOLUTIONS**

We, the undersigned, being all the members of the Company entitled to attend and vote at any general meeting of the Company in respect of the Resolutions set out below, HEREBY AGREE, pursuant to s 381A Companies Act 1985, that the following resolutions be unanimously passed as Resolutions of the Company:

**RESOLUTIONS**

**1. CONVERSION OF SHARES**

- (a) THAT the 32,000 issued A Ordinary Shares of £1 in the capital of the Company be converted into and redesignated as 32,000 Ordinary Shares of £1 each, such shares to rank pari passu in all respects with all other existing Ordinary Shares in the capital of the Company.
- (b) THAT the 33,207 issued B Ordinary Shares of £1 in the capital of the Company be converted into and redesignated as 33,207 Ordinary Shares of £1 each, such shares to rank pari passu in all respects with all other existing Ordinary Shares in the capital of the Company.
- (c) THAT the 100 issued C Ordinary Shares of £1 in the capital of the Company be converted into and redesignated as 100 Ordinary Shares of £1 each, such shares to rank pari passu in all respects with all other existing Ordinary Shares in the capital of the Company.

**2. INCREASE OF SHARE CAPITAL**


THAT the authorised share capital of the Company be increased to £7,643,801 by the creation of 7,578,494 Ordinary Shares of £1 each such shares to rank pari passu in all respects with the existing Ordinary Shares in the capital of the Company.

**3. AUTHORITY TO ISSUE SHARES**


THAT in accordance with s 80 of the Companies Act 1985 the Directors be generally and unconditionally authorised, for the period commencing on and with effect from the date of the passing of this Resolution and expiring on the fifth anniversary of such date to exercise all the powers of the Company to allot (whether credited as fully paid up or otherwise) up to the maximum nominal amount of the authorised but unissued share capital of the Company at the date of this resolution.

**4. DISAPPLICATION OF S 89 OF THE ACT**

THAT the pre-emption provisions in s 89 Companies Act 1985 be excluded and shall not apply to the allotment of the Ordinary Shares pursuant to the authority granted to the Directors by paragraph (5) above.

Signed  Dated 16/6/00  
For and on behalf of  
United Glass Limited  
(holder of 32,000 A Ordinary Shares of £1 each)



Signed  Dated 16/6/00  
For and on behalf of  
United Glass Limited  
(holder of 33,207 B Ordinary Shares of £1 each)

Signed  Dated 16/6/00  
For and on behalf of  
United Glass Limited  
(holder of 100 C Ordinary Shares of £1 each)

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTIONS

- of -

**PET TECHNOLOGIES LIMITED**  
("the Company")  
(Passed 16<sup>th</sup> June 2000)

Pursuant to s 381A Companies Act 1985 the following Resolutions were duly and unanimously passed on 16<sup>th</sup> June 2000 as Resolutions of the Company:

1. Conversion of Shares
2. Increase of Share Capital
3. Authority to Issue Shares
4. Disapplication of S89 of the Companies Act

## WRITTEN RESOLUTIONS

### 1. CONVERSION OF SHARES

- (a) THAT the 32,000 issued A Ordinary Shares of £1 in the capital of the Company be converted into and redesignated as 32,000 Ordinary Shares of £1 each, such shares to rank pari passu in all respects with all other existing Ordinary Shares in the capital of the Company.
- (b) THAT the 33,207 issued B Ordinary Shares of £1 in the capital of the Company be converted into and redesignated as 33,207 Ordinary Shares of £1 each, such shares to rank pari passu in all respects with all other existing Ordinary Shares in the capital of the Company.
- (c) THAT the 100 issued C Ordinary Shares of £1 in the capital of the Company be converted into and redesignated as 100 Ordinary Shares of £1 each, such shares to rank pari passu in all respects with all other existing Ordinary Shares in the capital of the Company.

### 2. INCREASE OF SHARE CAPITAL

THAT the authorised share capital of the Company be increased to £7,643,801 by the creation of 7,578,494 Ordinary Shares of £1 each such shares to rank pari passu in all respects with the existing Ordinary Shares in the capital of the Company.

### 3. AUTHORITY TO ISSUE SHARES

THAT in accordance with s 80 of the Companies Act 1985 the Directors be generally and unconditionally authorised, for the period commencing on and with effect from the date of the passing of this Resolution and expiring on the fifth anniversary of such date to exercise all the powers of the Company to allot (whether credited as fully paid up or otherwise) up to the maximum nominal amount of the authorised but unissued share capital of the Company at the date of this resolution.

### 4. DISAPPLICATION OF S 89 OF THE ACT

THAT the pre-emption provisions in s 89 Companies Act 1985 be excluded and shall not apply to the allotment of the Ordinary Shares pursuant to the authority granted to the Directors by paragraph (5) above.



D.G. Van Hooser  
Director