

COMPANY NUMBER: 1189545

COMPANIES ACT 1985
COMPANIES ACT 1989

COMPANY LIMITED BY SHARES


SPECIAL RESOLUTION

of

NEI OVERSEAS HOLDINGS LIMITED

Notice is hereby given that at an Extraordinary General Meeting of the above named company duly convened and held at Moor Lane, Derby on 18th September 1998 the following Special Resolution was duly passed:

1. **THAT** the directors be generally empowered pursuant to section 95 of the Companies Act 1985 to allot equity securities (within the meaning of S.94(2)) for cash, pursuant to the authority conferred by the passing of the previous resolutions as if section 89(1) of the Act did not apply to the allotment. This power shall cease to have effect when the authority is revoked or (if not revoked) expires but the Company may make an offer or agreement which would or might require equity securities to be allotted after expiry of this power and the directors may allot equity securities in pursuance of that offer or agreement as if this power had not expired.


.....
Chairman/Director/Secretary

