

WRITTEN RESOLUTION

- OF -

MAPLIN ELECTRONICS LIMITED

Dated the 6 day of September 2004

We, the undersigned, being the sole member of the Company hereby pass the following resolution as a special resolution of the Company pursuant to section 381A of the Companies Act 1985 and confirm that such resolution shall be as valid and effective as if it had been passed at an extraordinary general meeting of the Company duly convened and held:-

SPECIAL RESOLUTION

1. That the Articles of Association of the Company be amended by the insertion of the following new Article 35, after the existing Article 34 as follows:-

“35. Nothing in these Articles shall apply to restrict a transfer of shares, which are the subject of a mortgage, charge or other security interest ("**Share Charge**") provided by the holder of such shares in favour of a security holder, whether the transfer be to any security holder or to such other person as any security holder directs on enforcement of its Share Charge”.



duly authorised for and on behalf of
Maplin Electronics (Holdings) Limited



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COMPANIES HOUSE
AH373YBD
0479
07/09/04

Copy sent to the Company's auditors on

2004.