

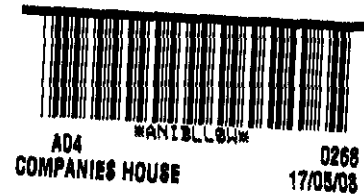
THE COMPANIES ACT 1985

WRITTEN RESOLUTIONS

-of-

RADAN COMPUTATIONAL LIMITED

(Company Number 1282479)



The members of the Company noted that a statutory declaration sworn by the directors of the Company, together with a report of the auditors of the Company, were made available to them for inspection.

We, the undersigned, being all the Members of the above named Company entitled to receive notice of and attend and vote at General Meetings of the Company agree to and make the following resolutions which shall have effect as Special Resolutions and which shall, pursuant to Section 381A of the Companies Act 1985 (as amended by the Deregulation) (Resolutions of Private Companies) Order 1996) be as valid and effective for all purposes as if the same had been duly passed at a General Meeting of the Company duly convened and held:-

SPECIAL RESOLUTIONS

1. That subject to the approval by the directors of the Company of the provisions (as the same may be amended, varied, supplemented or substituted from time to time) of the documents referred to below which the Company is proposing to enter into and grant in connection with (inter alia) the acquisition by Planit Holdings plc (the "Purchaser") of the entire issued share capital of the Company (the "Acquisition Agreement") and (notwithstanding any provisions of the Memorandum and Articles of Association of the Company or any personal interest of any of the directors) the directors of the Company be and are hereby authorised to complete and enter into such documents being:-
 - 1.1 an all monies debenture to be given by the Company in favour of the Governor and Company of the Bank of Scotland (the "Bank") incorporating fixed and floating charges over all the assets and property of the Company (the "Debenture"); and
 - 1.2 a form of corporate guarantee to be given by, inter alios, the Purchaser and the Company to the Bank guaranteeing, among other obligations, all sums due from time to time by the Purchaser and its subsidiaries to the Bank (the "Guarantee");
2. That notwithstanding that the entering into and granting of the Debenture and the Guarantee would constitute financial assistance within the meaning of Sections 151-158 (inclusive) of the Companies Act 1985 the giving of such financial assistance be and is hereby approved and that the Company entering into and/or granting the Debenture and the Guarantee be and is hereby approved.

Robert Anthony Billett

Philip James Smart

16th April 2003

CL

Christopher Lewis Aston

LDE

Linda Doreen Earnshaw

CMB AS ATTORNEY

Christopher Martin Billett

RAF

Russell Adam Angus Franks

CC AS ATTORNEY

Christopher Cooper

KO AS ATTORNEY

Kevin O'Connor

FOR SELF &

For and on behalf of the *AS ATTORNEY*
Trustees of the Mrs S M Billett
Settlement No 1

FOR SELF AND

For and on behalf of the *AS ATTORNEY*
Trustees of the Mrs S M Billett
Settlement No 2

FOR SELF AND

For and on behalf of the *AS ATTORNEY*
Trustees of the Radan Computational Limited
Executive Pension Scheme

16th April 2005

A copy of these written resolutions was given to the Company's auditors on the date hereof in accordance with section 381B of the Companies Act 1985.