

CERTIFIED A  
TRUE

**COPY**

COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SITEX SECURITY PRODUCTS LIMITED

(REGISTERED NO. 1593182)

WRITTEN RESOLUTIONS

Signed ..... S. J. Berwin & Co. ....

Date ..... 18/3/98 .....

S. J. BERWIN & CO LONDON

We the undersigned, being all the members of the Company, HEREBY RESOLVE AS  
FOLLOWS:

- 1 THAT the entering into by the Company of a supplemental agreement (the  
"Supplemental Agreement") to be made between:
- i. Sitex Group Holdings Limited ("SGHL"),
  - ii. the Company as an Original Guarantor,
  - iii. certain other of SGHL's subsidiaries as Borrowers and/or Guarantors,
  - iv. and Morgan Grenfell and Co. Limited (the "Bank") acting as Arranger,  
Original Bank, LC Bank, Facility Agent and Security Agent (as therein  
defined),

which supplements and amends a Facility Agreement dated 2 July 1997 made  
between the same parties and pursuant to which the Bank will, inter alia, increase  
the facilities available to SGHL,

in its best interests and THAT the Company be and is hereby authorised and instructed to  
enter into the same as soon as reasonably practicable.

- 2 THAT the Directors of the Company be and are hereby authorised and instructed to  
provide for the execution on behalf of the Company of the Supplemental Agreement  
together with such amendments as those directors authorised to execute the same  
may approve.

  
.....

Signed for and on behalf of Morfell Nominees Limited

Dated 10th March 1998

