

20-0039

IMI COMPUTING LIMITED

Company No. 1641088

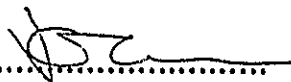
Written Resolution

27<sup>th</sup> March 1991

We, being all the members of the above named Company, hereby make the following special resolution as a written resolution pursuant to section 381A Companies Act 1985:-

Special Resolution


That the capital of the Company be increased to £2,000,000 by the addition to the registered capital of £1,999,900 divided into 1,999,900 Ordinary shares of £1 each, and that the directors of the Company be authorised in the period of five years from the date of this resolution, to issue any or all of the said shares for cash at par to IMI Kynoch Limited.

  
.....

IMI Kynoch Limited

  
.....

J. Metcalf

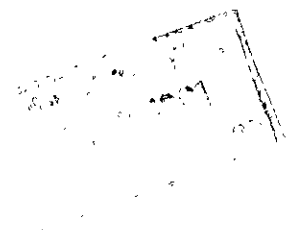
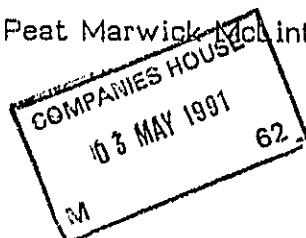
  
.....

J. O'Shea

We, being the auditors of the above named Company, hereby notify the Company for the purposes of section 381B(3) Companies Act 1985 that in our opinion the foregoing resolution [does not concern us as auditors] [does concern us as auditors, but need not be considered by the Company in general meeting].



.....  
KPMG Peat Marwick McLintock



IMI COMPUTING LIMITED

Company No. 1641088

Written Resolution

27<sup>th</sup> MARCH 1991

We, being all the members of the above named Company, hereby make the following special resolution as a written resolution pursuant to section 381A Companies Act 1985:-

Special Resolution

That the capital of the Company be increased to £2,500,000 by the addition to the registered capital of £500,000 divided into 500,000 8% Preference shares of £1 each, and that the directors of the Company be authorised in the period of five years from the date of this resolution, to issue any or all of the said shares for cash at par to IBM United Kingdom Holdings Limited.

That the Articles of Association be amended by deleting articles 3 and 4 and inserting in their place the articles numbered 3(A), (B), (C) and (4) respectively and by inserting in addition to article 2 (now article 2(A)) the articles numbered 2(B), (C), (D) and (E) respectively in the document attached to this resolution.

.....  
[Signature]

IMI Kynoch Limited

.....  
[Signature]

J. Metcalf

.....  
[Signature]

J. O'Shea

We, being the auditors of the above named Company, hereby notify the Company for the purposes of section 381B(3) Companies Act 1985 that in our opinion the foregoing resolution [does not concern us as auditors] [does concern us as auditors, but need not be considered by the Company in general meeting].

.....  
KPMG Peat Marwick McLintock

