

WRITTEN RESOLUTION
OF
THE UNIVERSITY OF WARWICK SCIENCE PARK LIMITED
PURSUANT TO SECTION 381A OF THE COMPANIES ACT 1985

We hereby resolve to the intent that the following resolution shall be effective as if the same had been duly passed at a general meeting acknowledging that it may consist of several documents in the like form each signed by one or more shareholders and to the intent that this resolution shall take effect as a special resolution:

That for a period of three years from 6th June 1993 the 'B' shareholders shall be entitled to appoint or retain ~~Mr. J. Besserman~~ *19c.* Mr. J. Besserman as one of the two 'B' directors of the Company notwithstanding that he is not a member of the West Midlands Enterprise Board (Investments) Limited and is not a director for the time being of the West Midlands Enterprise Board (Investments) Limited and that Mr. Besserman shall for so long as he is a director be deemed to be the director appointed for the purposes of satisfying article 34.4(b) of the company's Articles of Association and it is hereby further resolved that notwithstanding the wording of article 34.4 Mr. Besserman shall be deemed to have remained and to continue as a director without interruption pursuant to the authority granted by special resolution passed on 6th June 1990 notwithstanding the terms of article 34.4 of the Company's Articles of Association and the special resolution passed by shareholders of the Company on 6th June 1990.

Howell

For and on behalf of
Warwickshire County Council

Dated 26th July 1993

Brian Lamb

For and on behalf of
Coventry City Council

K. Toole

For and on behalf of
The University of Warwick



P. S. Clegg

For and on behalf of
The West Midlands Enterprise Board (Investments) Limited