

COMPANY NUMBER: 1804662

COMPANIES ACT 1948 and 1985

SPECIAL RESOLUTIONS IN WRITING OF

ACREHARROW LIMITED

Pursuant to Section 381A of the Companies Act 1985 (as amended) I, the undersigned, being the only Member of the Company who at the time and in respect of these resolutions are entitled to attend and vote at a general meeting of the Company **HEREBY RESOLVE** that the following Resolution be passed as

SPECIAL RESOLUTION

Pursuant to the power conferred by Article 20 of the Company's Articles of Association the draft of the agreement ("the draft"), supplied to me at the same time that this Resolution was supplied to me for signature, and expressed to be made between Mr Dennis Charles Cox (1) and the Company (2) and providing for the purchase by the Company of 2880 Ordinary Shares of £1 held by Mr Cox be **APPROVED** and **THAT:-**

1. the directors be authorised and requested to procure the Company enter into an agreement in the same terms as the draft; and
2. the directors be authorised to procure the Company to complete the purchase on the terms of the draft.

Signed 

Terence Robert Hiatt

Dated 1 December 2003

