

Company No. 01935353

THE COMPANIES ACT 1985 (AS AMENDED)  
(the "Act")

Company limited by shares

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WRITTEN RESOLUTION

of

FIL INTERNATIONAL LIMITED  
(the "Company")

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We, the undersigned being the only member of the Company who would be entitled to vote on the resolution set out below RESOLVE, in accordance with the Company's Articles of Association, that:

- (A) the authorised share capital of the Company be and is hereby increased to 17,373,239 ordinary shares of £1 each by the creation of 8,836,400 additional ordinary shares of £1 each and the articles of association of the Company be amended accordingly; and
- (B) pursuant to Section 80 of the Companies Act 1985, the Board of the Company be and is hereby generally and unconditionally authorised in substitution for all subsisting authorities to exercise all powers of the Company to allot equity securities up to an aggregate nominal amount of £8,836,400, which authority shall expire at 00.00 hours on 1 October 2005.

For and on behalf of Filtrona International Limited as holder of 8,236,839 ordinary shares of £1 in the capital of the Company:

Signed: 

Date: 2 June 2005

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