No. 2054153

THE COMPANIES ACTS 1985-1989 COMPANY LIMITED BY SHARES

RESOLUTIONS

- of -

NM UK LIMITED

At an Extraordinary General Meeting of the above-named company, duly convened and held at Enterprise House, Isambard Brunel Road, Portsmouth PO1 2AW on the 29th day of November 1990, the following resolutions were passed:-

ORDINARY RESOLUTION

THAT the authorised share capital of the company be increased to £100,000,000 by the creation of 64,999,900 additional ordinary shares of £1 each.

SPECIAL RESOLUTION

THAT the Articles of Association of the Company be altered by deleting in Article 2(B) the words '£35,000,100 and shall expire on the fifth anniversary of the incorporation of the company' and substituting therefore the words '£100,000,000, and shall expire on 30 November 1995'.

Chairman