

No. 2067231

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

BLMS LIMITED

At an Extraordinary General Meeting of the Company duly convened and held on 1 August 1997 at 20 North Audley Street, London, W1Y 1WE the following Resolutions were duly passed as an Ordinary Resolution and a Special Resolution respectively:

Ordinary Resolution

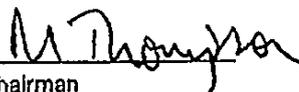
That:

- 1 (a) the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 (the Act) to exercise all the powers of the Company to allot relevant securities up to the aggregate nominal amount of the unissued shares in the capital of the Company from time to time while this authority is in force, which authority shall expire, unless sooner revoked by the Company in general meeting, on the expiry of the period of five years from the date of passing of this resolution;
- (b) by such authority the Directors may make offers or agreements which would or might require the allotment of relevant securities after the expiry of such period; and
- (c) words and expressions defined in or for the purposes of the said Section 80 shall have the same meanings in this resolution.

Special Resolution

That:

- 2 (a) pursuant to the resolution conferring authority under Section 80 of the Companies Act 1985 (the Act) passed on the date hereof, during the period of five years from the date of passing of this resolution, the Directors be empowered to allot equity securities wholly for cash up to the aggregate nominal amount of unissued shares in the capital of the Company as if Section 89(1) of the Act did not apply to such allotment;
- (b) by such power the Directors may make offers or agreements which would or might require equity securities to be allotted after the expiry of such period; and
- (c) words and expressions defined in or for the purposes of Part IV of the Act shall bear the same meanings in this resolution.


Chairman

