

NO. 2156066

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTIONS
OF

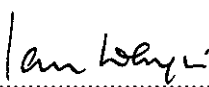
Barclays Unquoted Investments Limited

Passed 08 July 1998

At an EXTRAORDINARY GENERAL MEETING of the Members of the above-named Company, duly convened and held at 54 Lombard Street, London EC3P 3AH, on 08 July 1998, the following resolution was duly passed as a Special Resolution:-

SPECIAL RESOLUTION

2. (A) THAT the Directors be generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. The authority hereby given shall be for an indefinite period.
- (B) THAT the Directors be empowered to allot and to make offers or agreements to allot equity securities pursuant to and during the period of the said authority as if Section 89(1) of the said Act did not apply to any such allotments.


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Chairman

