

234 1764

WRITTEN RESOLUTION

of the sole member of

AAF CONSULTANTS LIMITED

pursuant to Section 381A of the Companies Act 1985

We, the undersigned, being the only member of the Company entitled to attend and vote at General Meetings of the Company, HEREBY RESOLVE that:-

THAT the share capital of the Company be reduced from £100,000 divided into 100,000 ordinary shares of £1 each to £35,353 divided into 35,353 ordinary shares of £1 each and that such reduction be effected by cancelling and extinguishing 64,647 ordinary shares of £1 each in the capital of the Company registered in the sole name of AAF Industries plc at the date hereof.

Dated this 5th day of November 1996

Member

AAF Industries plc



Signature

