

THE COMPANIES ACTS 1985, 1989 and 2006

A PUBLIC COMPANY

SPECIAL RESOLUTIONS

OF

ESYS Plc
("the Company")

At the General Meeting of the Company held at 3 Stirling House, Stirling Road, Surrey Research Park, Guildford, Surrey, GU2 7RF on 14 December 2007 at 4pm, the following resolutions were passed as special resolutions

SPECIAL RESOLUTIONS

- 1 That pursuant to section 53 of the Companies Act 1985 the Company be re-registered as a private company limited by shares by the name of ESYS Limited
- 2 That the memorandum of association of the Company be amended as follows
By the deletion of clause 1 and substitution for it
"1 The name of the company (hereinafter called "the Company") is ESYS Limited "
By the deletion of clause 2 and substitution for it
"2 The Company is to be a private company limited by shares "
- 3 That the regulations contained in the document submitted to the meeting and for the purposes of identification signed by the chairman be approved and adopted as the articles of association of the Company in substitution for and to the exclusion of the existing articles of association



Mike Dillon

Dated 14/12/2007

TUESDAY



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COMPANIES HOUSE