

Company No. 2584290

Martin

THE COMPANIES ACTS 1985 and 1989

COMPANY LIMITED BY SHARES

~~ORDINARY~~ ^{SPECIAL} RESOLUTION

of

MARTIN PROFESSIONAL PLC

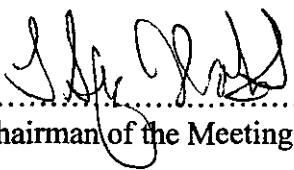
Passed 22nd December 2005

At an Extraordinary General Meeting of the above-named Company, duly convened and held at Olof Palmes Alle 18 DK-8200 Aarhus N Denmark on Thursday 22nd December 2005 the following Special Resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

"THAT the 2,900,000 redeemable shares held by Martin Professional A/S be converted and be re-classified as ordinary shares of £1 each to rank pari passu with the existing ordinary shares issued by the Company"

Signed:


Chairman of the Meeting

