

Company No. 2623346

The Companies Act[s] 1985 to 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

- of -

PRECIS (1080) LIMITED

Passed on 5th August 2003



We, the undersigned, being all the members of the Company entitled to receive notices of, attend and vote at general meetings unanimously pass the following resolution and agree that, in accordance with Section 381A of the Companies Act 1985, the resolution shall for all purposes be as effectual as if the same had been passed at a general meeting of the Company duly convened and held:

RESOLUTION

That the provisions of the Memorandum of Association of the Company be altered with respect to its objects by deleting the existing article 3 (I) (J) and (K) and substituting the following provisions as new articles 3 (I) (J) and (K).

- 3 (I) To borrow or raise or secure the payment of money in such manner as the Company shall think fit for the purposes of or in connection with any of the objects of the Company.
- (J) For the purposes of or in connection with the business of the Company to mortgage and charge the undertaking and all or any of the real and personal property and assets, present and future, and all or any of the uncalled capital for the time being of the Company, and to issue at par or at a premium or discount, and for such consideration and with and subject to such rights, powers, privileges and conditions as may be thought fit, debentures or

debenture stock, either permanent or redeemable or repayable, and collaterally or further to secure any securities of the Company by a trust deed or other assurances. To issue and deposit any securities which the Company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities, and also by way of security for the performance of any contracts or obligations of the Company or of its customers or other persons or corporations having dealings with the Company, or in whose businesses or undertakings the Company is interested, whether directly or indirectly.

- (K) To receive money on deposit or loan upon such terms as the Company may approve and lend money to any company, firm or person and to give all kinds of indemnities and either with or without the Company receiving any consideration or advantage, direct or indirect, for giving any such guarantee, and whether or not such guarantee is given in connection with or pursuant to the attainment of the objects herein stated to guarantee either by personal covenant or by mortgaging or charging all or any part of the undertaking, property and assets present and future and uncalled capital of the Company or by both such methods, the performance of the obligations and the payment of the capital or principal (together with any premium) of and dividends or interest on any debenture, stocks, shares or other securities of any company, firm or person and in particular (but without limiting the generality of the foregoing) any company which is for the time being a subsidiary, holding company or co-subsiary of the Company or otherwise associated with the Company.

Signed by

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For and on behalf of KANTA ENTERPRISES LIMITED

Signed by

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SATISH JAMNADAS CHATWANI