

COMPANY NO. 2800218

**THE COMPANIES ACTS 1985 & 1989**

**COMPANY LIMITED BY SHARES**

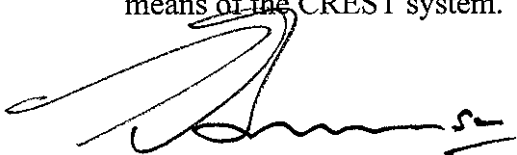
**BOARD RESOLUTION OF BUSINESS POST GROUP PLC**

**PASSED 12 JUNE 1996**

At a Board Meeting of the Company duly convened and held on 12 June 1996 at      am the following resolutions were duly passed:-

Pursuant to Regulation 16(2) of the Uncertificated Securities Regulations 1995 ("the Regulations"), **IT WAS RESOLVED** that:

1. title to the Ordinary Shares of 10p each in the capital of the Company in issue or to be issued, may be transferred by means of a relevant system (as defined in the Regulations);
2. such relevant system shall include the relevant system of which CRESTCo Limited is to be the Operator (as defined in the Regulations); and
3. this resolution ("the Resolution") shall become effective immediately prior to CRESTCo Limited granting permission for the Ordinary Shares to be transferred by means of the CREST system.



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**Certified a true copy of a resolution  
passed at the above meeting**

**Neil Benson  
Chairman**

