

Special Resolutions passed at the Extraordinary General Meeting of the Company on 11 December 2007

- 5 THAT, subject to the passing of Resolution 4, the Directors be and are hereby empowered pursuant to section 95 of the Act to allot equity securities (within the meaning of section 94 of the Act) for cash pursuant to the authority conferred by Resolution 4 and/or where such allotment constitutes an allotment of equity securities by virtue of section 94(3A) of the Act, as if section 89(1) of the Act did not apply to any such allotment provided that this power shall be limited to

- (A) the allotment of equity securities in connection with a rights issue, open offer or any other pre-emptive offer in favour of ordinary shareholders (excluding any shareholder holding shares as treasury shares) and in favour of holders (excluding any holder holding shares as treasury shares) of any other class of equity security in accordance with the rights attached to such class where the equity securities respectively attributable to the interests of such persons on a fixed record date are proportionate (as nearly may be) to the respective numbers of equity securities held by them, or are otherwise allotted in accordance with the rights attaching to such equity securities (subject in either case to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements or legal or practical problems arising in any overseas territory, the requirements of any regulatory body or stock exchange or any other matter whatsoever) and
- (B) the allotment (otherwise than pursuant to 5(A) above) of equity securities up to an aggregate nominal value of £343,028

and shall expire on the earlier of 11 December 2008 or the close of the next Annual General Meeting of the Company save that the Company may make an offer or agreement before such expiry which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred thereby had not expired

- 6 THAT, subject to the passing of Resolution 1, the Company be generally and unconditionally authorised to make market purchases (within the meaning of section 163(3) of the Act) of ordinary shares of 5 pence nominal value of the Company provided that
- (A) the maximum number of ordinary shares of 5 pence nominal value hereby authorised to be purchased is 20,569,008 (representing 14.99% of the Company's issued ordinary share capital after the consolidation of share capital effected pursuant to Resolution 1 above),
- (B) the minimum price, exclusive of any expenses, which may be paid for an ordinary share is 5 pence,
- (C) the maximum price, exclusive of any expenses, which may be paid for any such share is an amount equal to 105% of the average of the middle market quotations for an ordinary share taken from the London Stock Exchange Daily Official List for the five business days immediately preceding the date on which such share is contracted to be purchased,
- (D) any ordinary shares purchased pursuant to this authority shall be cancelled, or, if the Directors so determine, held as treasury shares,
- (E) the authority hereby confirmed shall expire on 11 December 2008, and
- (F) the Company may make a contract for the purchase of ordinary shares under this authority before the expiry of this authority which would or might be executed wholly or partly after the expiry of such authority and may make purchases of ordinary shares in pursuance of such a contract as if such authority had not expired
- 7 THAT, notwithstanding article 52 of the Articles, the proceeds of sale arising from the aggregation and sale of the fractional entitlements as referred to in Resolution 1 above, shall be retained by the Company

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