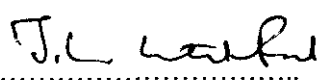


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SPECIAL RESOLUTION PASSED AT THE ANNUAL GENERAL MEETING OF LUPUS
CAPITAL PLC, ON 14 MAY 2003

8. THAT, subject to the passing of resolution 7 and in substitution for any existing power under Section 95 of the Companies Act 1985 ("the Act") but without prejudice to the exercise of any such power prior to the date hereof, the directors be and are hereby empowered pursuant to section 95 of the Act to allot equity securities (within the meaning of Section 94(2) of the Act) pursuant to the authority and during the period of the authority conferred by resolution 7, wholly for cash up to an aggregate nominal amount of 5% of the aggregate nominal value of the issued share capital as at the date of this document as if Section 89(1) of the Act did not apply to such allotment.

CERTIFIED A TRUE COPY


J.L. Luetchford
Cavendish Administration Limited
Company Secretary to **Lupus Capital plc**

