

Biotec Laboratories Limited

Certified Extract of the Minutes of Annual General Meeting of Shareholders

Incorporated in England and Wales, Company No. 02815000 ("**Company**")

The following Resolutions were duly passed at the annual general meeting of the Company held on **11 January 2006 at 1130 hrs** at the Radisson SAS Hotel, Waltham Close, Stansted Airport, Stansted, Essex:

ORDINARY RESOLUTION

3.	"THAT the directors be and hereby are generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £ 1,000,000 provided that this authority is for a period expiring at the company's next Annual General Meeting but the company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired"	(resolution 3)
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SPECIAL RESOLUTIONS

4.	<p>"THAT the existing articles of association of the Company be and hereby are amended by the substitution of the text of existing regulation 3 with the following:</p> <p>Subject to the provisions of the Act and these Articles, all unissued shares shall be at the disposal of the directors and they may allot, grant rights, options or warrants to subscribe or otherwise dispose of them to such persons, at such times, and on such terms as they think proper, provided always that no allotment of new securities in the capital of the Company shall be permitted without the prior consent of Mr Ian Dalglish.";</p>	(resolution 4)
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5.	<p>"THAT subject to the passing of resolution 3 the directors be and hereby are empowered pursuant to section 95 of the Companies Act 1985 ("Act") to allot equity securities (within the meaning of section 94(2) to section 94(3A) of the Act) wholly for cash pursuant to the authority conferred on them to allot relevant securities (as defined in section 80 of the Act) by resolution 3 above up to an aggregate nominal amount of £1,000,000 as if section 89(1) of the Act did not apply to any such allotment, provided that this authority shall, unless renewed, varied or revoked, expire on the date of the next annual general meeting of the Company, but the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired."</p>	(resolution 5)
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Company Secretary
Lucian Pollington