

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

ORDINARY RESOLUTIONS

of

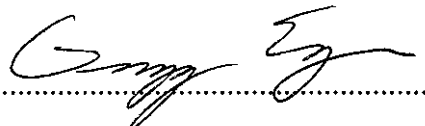
RMSP (UK) LIMITED

At an Annual General Meeting of the Company held at the Surrey Research Park, Guildford, Surrey on 26 March 1998, the following ordinary resolutions were passed:

ORDINARY RESOLUTIONS

IT WAS RESOLVED

1. THAT the authorised share capital of the Company be increased to £5,000,000 by the creation of 3,000,000 B ordinary shares of £1 each.
2. THAT the directors be generally and unconditionally authorised pursuant to s. 80 of the Companies Act, to exercise all the powers of the Company to allot all relevant securities of the Company (within the meaning of that section) for a period expiring (unless previously renewed, varied, or revoked by the Company in general meeting) five years after the date of the passing of this resolution.



CHAIRMAN

