

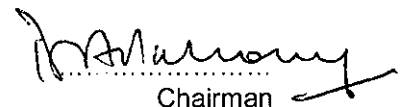
Company No. 2929141

CONSORT INFORMATION SYSTEMS LIMITED

At the Annual General Meeting of the Company held at 5 Granville Road, Leicester, LE1 7RU on 5th November 2002 the following Resolution was passed as a Special Resolution:-

SPECIAL RESOLUTION

THAT pursuant to the provisions of Article 4(C) of the Articles of Association the Directors of the Company be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (within the meaning of Section 80 of the Companies Act 1985) up to an aggregate nominal value of £400,000 (by reference to nominal value) and on the basis that Article 5(A) shall not apply to any such allotment provided that this authority shall expire on 4th November 2007 save that the Company may at any time before such expiry make an offer or agreement in accordance with the relevant authority contained in this resolution 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 as if the authority so conferred had not expired provided further that the said authority is in substitution for and supersedes and revokes any such earlier authority conferred on the Directors to allot relevant securities.


Chairman

