


Company No. 2929141

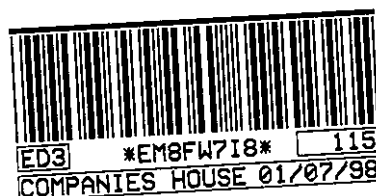
**CONSORT INFORMATION SYSTEMS LIMITED**

At a Separate General Meeting of the holders of "A" Ordinary Shares of £1 each of the Company held at Consort House, 15 De Montfort Place, Leicester LE1 7GZ on 29 June 1998 the following resolution was passed as an Extraordinary Resolution.

**EXTRAORDINARY RESOLUTION**

THAT the holders of the "A" Ordinary Shares of £1 each of the Company hereby consent to the passing by the Members of the Company in General Meeting of the Special Resolution numbered 1 as set out in the notice of extraordinary general meeting of the members of the Company (a copy of which is produced to this Meeting by the Chairman and initialled by him for the purposes of identification) and to all (if any) variations or abrogations of the rights of the holders of such "A" Ordinary Shares thereby effected.

.....  
CHAIRMAN



# CONSORT INFORMATION SYSTEMS LIMITED

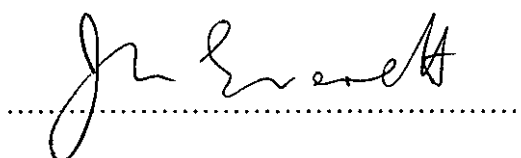
## Ordinary Shares Consent

To: Consort Information Systems Limited

We, the undersigned, being together the holders of all of the issued Ordinary Shares of £1 each of the Company hereby consent to the passing by the Company in general Meeting of the Special Resolution numbered 1 as set out in the notice of extraordinary general meeting of the members of the Company attached hereto and to all (if any) variations or abrogations of our rights thereby effected .

Dated 29 JUNE 1998

JOHN EVERETT



ERIC WERNER

