

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
OF

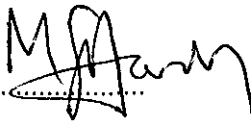
UCB DUMFRIES PENSION TRUST LIMITED

passed on 11 August 2005

Pursuant to section 381A of and schedule 15A to the Companies Act 1985 (as amended), we the undersigned, being all the members of the Company for the time being entitled to receive notice of and to attend and vote at general meetings of the Company, hereby unanimously pass the following resolution as a written resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting duly convened and held.

WRITTEN RESOLUTION

That the articles of association of the Company be amended to enable, for a temporary period until 30 September 2005 or such later date as a new trustee board is assembled, William Lowther and Stuart Douglas Notman to act as trustee directors and all other restrictions on the appointment of directors shall no longer apply.



UCB (Investments) Limited

11 August 2005

