

Company Number: 3016831

THE COMPANIES ACT 1985 (as amended)

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

Pursuant to Section 381A of the Companies Act 1985
as amended by Section 113 of the Companies Act 1989

of

POWER INNOVATIONS LIMITED

(passed the 23rd day of May 2000)

We, being all the members of the above named Company entitled to receive notice of, attend and vote at general meetings of the Company hereby resolve in writing as follows and declare that such resolution shall be deemed to be a **Special Resolution** of the Company:-

THAT notwithstanding the Articles of Association of the Company the transfer of any shares by Mr M Whitlock or Mr R Butler to any infant who is a "privileged relation" (as defined in the Articles of Association) is hereby approved.

Dated: 23rd May 2000 2000

Signed by all the members of the Company

K. J. Sanders
K J Sanders

R E Butler
R E Butler

M. D. Appleton
M D Appleton

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M. Whitlock
M Whitlock

D Mackness
D Mackness

M Maytum
M Maytum

