

Company No. 3047122

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

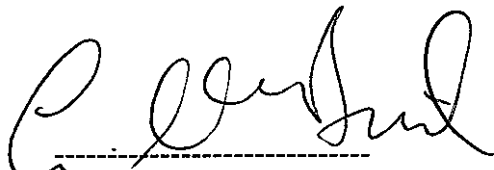
of

TGE GROUP LIMITED
(the "Company")

At an Extraordinary General Meeting of the Company duly convened and held on 28 May 1996 the following resolution was duly passed as a special resolution:

SPECIAL RESOLUTION

That all payments made or to be made under the Long-Term Management Incentive Plan to managers of Delta F Corporation and Ion Track Corporation be and are hereby approved.



Chairman of the meeting

