

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
RESOLUTION OF
DB GROUP SERVICES (UK) LIMITED

COMPANY NUMBER 3077349

PASSED 13 FEBRUARY 2003

Certified to be a true copy of a written resolution of the sole member of the Company equivalent to a special resolution passed on 13 February 2003

Alteration of Articles of Association of the Company

RESOLUTION

"THAT the Articles of Association of the Company are amended as follows:

- (a) By amending clause 1.2 to include Regulations 94 and 95 of Table A 1985 in the list of Table A 1985 regulations that shall not apply to the Company.
- (b) By adding a new clause 8.7 worded as follows:
"8.7 A director may vote, at any meeting of the directors or of any committee of the directors, on any resolution, notwithstanding that it in any way concerns or relates to a matter in which he has, directly or indirectly, any kind of interest whatsoever, and if he shall vote on any such resolution his vote shall be counted; and in relation to any such resolution as aforesaid he shall (whether or not he shall vote on the same) be taken into account in calculating the quorum present at the meeting."



.....
Andrew Bartlett
Company Secretary

13 February 2003

