Number of Company: 3115420

THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

- OF -

PRECIS (1400) LIMITED

(passed on 26th February 1996)

At an Extraordinary General Meeting of the Company held at Exchange House, Primrose Street, London, EC2A 2HS on 26th February 1996 the following resolution was passed as a Special Resolution of the Company:-

SPECIAL RESOLUTION

THAT the Directors be hereby authorised and empowered pursuant to section 95 of the Companies Act 1985 to allot relevant securities up to an aggregate nominal amount of \$12,000,000 (such authority expiring at the next Annual General Meeting of the Company) and that the Memorandum of Association be altered accordingly.

CHAIRMAN

