

WRITTEN RESOLUTION

RESOURCE AND ENVIRONMENTAL
CONSULTANTS

COMPANIES ACT 1985
~~HALLCO 479~~ LIMITED
COMPANY NUMBER ~~4051441~~ 3,33832
(‘the Company’)

(PASSED ON 28 October 2003)

Pursuant to section 381A Companies Act 1985

Pursuant to s381A Companies Act 1985 we the undersigned being all the members of the Company entitled at the date hereof to attend and vote at general meetings of the Company hereby resolve that the following resolutions shall for all purposes have effect as if they had been passed as resolutions by the Company at a general meeting duly convened and held:

Special Resolution

- 1 THAT with effect from the passing of this resolution all of A ordinary shares of £0.0002 each in the capital of the Company held by each of P R Furmson, P Kerr and R P Ashby (being 450,000 shares each) be and are hereby converted with an equivalent number of B ordinary shares of the same amount, in the case of P Furmson and R Ashby, and D ordinary shares in the case of P Kerr

David Blyth

Victor Carl Parr

David Wood

P R Furmson

R P Ashby

K A Moss

P Kerr

