

Company Number: 3170421

**THE COMPANIES ACT 1985  
and  
THE COMPANIES ACT 1989  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION**

**of  
EPI HOLDINGS LIMITED**

(Passed 28/04/1999)

We, the undersigned being the holders of the whole of the issued share capital giving a right to attend and vote at a General Meeting of the Company hereby pass the following resolutions as ordinary resolutions of the Company and declare that the same shall be as valid and effective as if they had been passed at a General Meeting of the Company duly convened and held:-

**RESOLUTIONS**

- 1 THAT each of the 1,000 authorised but unissued "A" ordinary shares of £1.00 each in the capital of the Company be reclassified as one ordinary share of £1.00.
- 2 THAT the one authorised but unissued non-voting subscriber share of £1.00 in the capital of the Company be reclassified as one ordinary share of £1.00.
- 3 THAT the one authorised but unissued redeemable share of £1.00 in the capital of the Company be reclassified as one ordinary share of £1.00.
- 4 THAT subject to the passing of the three previous resolutions each of the 1,002 authorised but unissued ordinary shares of £1.00 each be sub-divided into 100 ordinary shares of 1 pence each.

Signed

*[Signature]*  
For and on behalf of  
**BANKHILL TRUSTEES LIMITED**  
(as trustee of the Dr. Scott IPS)

1403760001-CORP/INDCT/PTAX/TA100000/PTRES.WPD/1  
1403760001/04/99

28/4/99.

*[Signature]*  
For and on behalf of  
**BANKHILL TRUSTEES LIMITED**  
(as trustee of the Andrew Nelson IPS)

28/4/99.

