

Company No: 3198330

THE COMPANIES ACTS 1985 to 1989

COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS

OF

ROUSE & CO. INTERNATIONAL LIMITED


Passed as Members Written Resolutions on 7 July 1999 pursuant to Section 381A.
Companies Act 1985

ORDINARY RESOLUTION

THAT:- the Directors of the Company be and are hereby generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1985 to exercise any powers of the Company to allot relevant securities of the Company up to a maximum nominal amount of £15,000 during the period of 1 year from the date of this Resolution.

SPECIAL RESOLUTION

THAT:- in accordance with Section 95 of the Companies Act 1985 the provisions of Section 89(1) of the said Act shall not apply to the allotment of any equity securities which at the time of passing of this Resolution the Directors propose to allot provided that such allotment is made within 1 year of the date of passing of this Resolution and is limited to equity securities up to an aggregate nominal amount of £15,000.

Signature.....
CHAIRMAN

