

Print of resolutions to be filed at Companies House

No. 3232759

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

Pirtek Europe Limited

(Passed 10th September 1996)

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at 10 Snow Hill, London EC1A 2AL on 10th September 1996 at 1 pm the following resolutions were passed as Ordinary and Special Resolutions.

ORDINARY RESOLUTIONS

1. THAT, conditional upon the passing of resolution 5, each of the existing authorised Ordinary Shares of £1 each in the capital of the Company be recognised as a Preferred Ordinary Share of £1 in the capital of the Company.
2. THAT the authorised share capital of the Company be increased from £1,000 to £371,000 by the creation of 2,100,000 Preference Shares of 1p each, 149,000 further Preferred Ordinary Shares of £1 each, 100,000 "A" Ordinary Shares of £1 each, 50,000 "B" Ordinary Shares of £1 each and 50,000 Preferred Shares of £1 each having attached thereto the rights set forth in the Articles of Association of the Company as adopted by resolution 5 in the notice convening this meeting.
3. THAT for the purposes of section 80 of the Companies Act 1985 (and so that expressions used in this resolution shall bear the same meanings as in the said section 80):

WP1/11471 1/025/L1



10 SEPTEMBER 1996 12 33PM

