

Company Number: 03338230

THE COMPANIES ACT 1985
(as amended by Companies Act 1989)

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

CHRISTY GROUP LIMITED
("the Company")

Passed: 5 February 2001

At an Extraordinary General Meeting of the above named Company, duly convened and held at Wood Street Barnsley South Yorkshire S70 1NB on 5 February 2001 the following resolution was passed as a Special Resolution:

SPECIAL RESOLUTION

That,

- (i) the authorised share capital of the Company be increased by £1,295,000 by the creation of 25,900,000 ordinary shares of 5p each and ranking pari passu with the existing ordinary shares of 5p each in the capital of the Company and having the rights set out in the Company's Articles of Association;
- (ii) pursuant to and in accordance with section 80 of the Companies Act 1985 ("the Act") and Articles of the Company's Articles of Association the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot, make offers or agreements to allot or grant the right to subscribe for relevant securities (as defined in the said section 80) provided that the maximum nominal amount that may be allotted under such authority shall be £1,295,000.

PROVIDED that such authority shall expire on 4 February 2006 but so that the Company may before such expiry make any agreements or offers which would or might require relevant securities to be allotted after that expiry and the Directors may allot relevant securities in pursuance of the agreements or acceptance of such offers as if the authority conferred hereby had not expired;

- (iii) the Directors be empowered pursuant to Article 9 of it's the Company's Articles of Association to allot or agree to allot or to grant rights to subscribe for or convert securities into equity securities for cash without first being offered in accordance with the said Article 9 in respect of ordinary shares of 5p each of a nominal amount £1,295,000.

M. Pinto

ME Pinto
Director



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COMPANIES HOUSE

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21/04/01