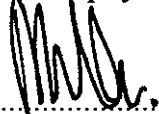


No. of Company: 3425311

**THE COMPANIES ACT 1985 TO 1989**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**SMITHKLINE BEECHAM PENSION PLAN TRUSTEE LIMITED**

The following RESOLUTION was passed as an Ordinary Resolution of the Company at an Extraordinary General meeting of the Company held at New Horizons Court, Brentford, Middlesex on August 27th, 1997

“that, with effect from the date of this Resolution, the Directors be unconditionally authorised pursuant to Section 80 of the Act to allot securities (as defined in the Act) up to the amount of the authorised share capital of the Company until such time as this authority be revoked by the shareholders in General Meeting and at any time thereafter pursuant to any offer or agreement made by the Company before the expiry of this authority.”

  
.....

Director/~~Secretary~~

Date: September 1st, 1997

