

Company No. 3427512

THE COMPANIES ACT 1985 (the "Act")

**WRITTEN RESOLUTIONS OF
VIRGINMONEY LIMITED
("the Company")**

Passed on the 26 day of June 2001


The following resolutions were adopted by the Company on 26 June 2001 by way of written resolution in accordance with Section 381A of the Companies Act 1985 (as amended):

ORDINARY RESOLUTIONS

1. THAT the authorised capital of the Company be and is hereby increased from £183,500 to £188,500 by the creation of 5,000,000 additional AMP A Ordinary Shares of £0.001 each ranking pari passu with the existing AMP A Ordinary Shares in the capital of the Company.
2. (i) THAT the Directors be and are hereby generally and unconditionally authorised to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities (within the meaning of Section 80 of the Act) of the Company on and subject to such terms as the Directors may determine. The authority conferred by this Resolution shall, subject to Section 80 of the Act, be for a period expiring five years from the date of the passing of this Resolution unless renewed, varied or revoked by the Company in General Meeting and the maximum number of relevant securities which may be allotted pursuant to such authority shall be the authorised but as yet unissued share capital of the Company at the date of this Resolution.

(ii) THAT the Directors shall be entitled under the authority conferred by paragraph (i) of this Resolution or under any renewal of that authority to make at any time prior to the expiry of such authority any offer or agreement which would or might require relevant securities of the Company to be allotted after the expiry of such authority and thereafter to allot relevant securities accordingly.

Certified to be a True Copy


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P G Gram
Company Secretary

