

Company number  
3458083

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
OF  
SESAME (UK) LIMITED

(Previously known as IFA Network Consultancy Services Limited)

We, the undersigned, being the sole member of the Company who is at the date hereof entitled to attend and vote at a general meeting of the Company, hereby pass the following resolution in writing (such resolution to have effect as a resolution) pursuant to section 381A, Companies Act 1985 (as amended):

That:

(a) The Articles of the Company be altered by the insertion of the following clauses:

8. **Regulation 93 of Table A (written resolutions of directors) shall apply as if the word "signed" included "approved by letter, facsimile, telegram, telex or by means of electronic signature on an email".**

9. (1) **A meeting of the directors may consist of a conference between directors some or all of whom are in different places provided that each director who participates is able:**

- (a) **to hear each of the other participating directors addressing the meeting; and**
- (b) **if he so wishes, to address all of the other participating directors simultaneously,**

**whether directly, by conference telephone or by any other form of communications equipment (whether in use when these articles are adopted or not) or by a combination of those methods.**

(2) **A quorum is deemed to be present if those conditions are satisfied in respect of at least the number of directors required to form a quorum, subject to the provisions of article 18.**



CO:981415.1

- (3) A meeting held in this way is deemed to take place at the place where the largest group of participating directors is assembled or, if no such group is readily identifiable, at the place from where the chairman of the meeting participates.

(b) the re-numbering of existing Clauses 8 to 18 (inclusive) as Clauses 10 to 20 accordingly.



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For I.E. Group Limited

Date: 28 July 2003