

3580112

PLANET OIL INTERNATIONAL PLC ("The Company")

RESOLUTION OF SHAREHOLDERS

27 JUNE 2000

Hardman Resources NL as registered holder of 100% of the outstanding shares in the Company hereby passes the following resolutions:

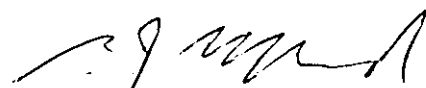
Ordinary Resolution:

1. To split the share capital of GBP 250,000 into 12,500,000 shares at GBP 0.02 (2 British pence) each.
2. To increase the share capital from GBP 250,000 to GBP 2,500,000 divided into 125,000,000 shares at GBP 0.02 each.
3. To authorise the directors of the Company to issue and allot shares in the Company.

Special Resolution:

1. To waive pre-emptive rights of existing shareholders in relation to future issues of shares.

Signed



T ELLYARD
Authorised Representative
Hardman Resources NL

27/6/00
Date



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