

**OAKTREE CAPITAL MANAGEMENT LIMITED**

**MEMBERS' WRITTEN RESOLUTIONS**

We, the undersigned, being all the members of the Company who (at the date hereof) would have been entitled to vote upon the resolutions set out below if they had been proposed at a general meeting at which we were present, hereby agree:

- (a) pursuant to regulation 53 of Table A (adopted by article 1.1 of the Company's articles of association) to the passing of the resolutions set out below (of which the resolutions numbered 1 and 2 would otherwise be required to be passed as ordinary resolutions and the resolution numbered 3 would otherwise be required to be passed as a special resolution) by way of written resolution; and
- (b) to every variation or abrogation of the rights attaching to any class of shares of which we are a holder involved in or requisite to give effect to such resolutions.

**THAT:**

- 1. the share capital of the Company be increased to £2,650,000 by the creation of an additional 1,250,000 ordinary shares of £1 each identical to and ranking pari passu with the existing ordinary shares of £1 each in the capital of the Company;
- 2. the directors be generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80(2) of the Act) up to an aggregate nominal amount of £1,250,000. This authority shall expire on the date which is five years from the date of this resolution save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired. This authority shall be in substitution for and shall replace any existing authority pursuant to the said section 80 of the Act to the extent not utilised at the date this resolution is passed;
- 3. subject to the passing of the resolution numbered 2, the directors be empowered to allot equity securities (as defined in section 94(2) of the Companies Act 1985) of the Company pursuant to the authority conferred by such resolution as if the pre-emption provisions set out in article 2.2 of the Company's articles of association did not apply to any such allotment. This power shall expire on the date which is five years from the date of this resolution save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

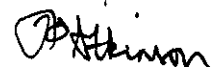
   
Signed by

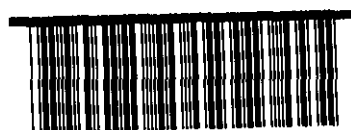
Oaktree Capital Management, LLC as sole member of  
**Oaktree International Holdings, LLC**

Date: 24<sup>th</sup> August 2005

We certify this to be  
a true copy  
Ashurst

1 September 2005






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COMPANIES HOUSE 02/09/05

**OAKTREE CAPITAL MANAGEMENT LIMITED**

**MEMBERS' WRITTEN RESOLUTIONS**

  
Signed by

Oaktree Capital Management, LLC as manager of  
**OCM UK Holdings, LLC**

Date: 24<sup>th</sup> August 2005

We certify this to be  
a true copy  
Ashurst

1 September 2005

*P. J. Thirion*