

Company No: 3668462

FORKARDT BIRMINGHAM LIMITED

MEMBERS' WRITTEN RESOLUTION

PURSUANT TO SECTION 381A OF THE COMPANIES ACT 1985

The following resolution has been agreed to, pursuant to and in accordance with section 381A of the Companies Act 1985, by the undersigned, being the sole member of the Company who would be entitled to attend and vote at a general meeting of the Company:-

THAT:-

1. the share capital of the Company be increased from £1,000 to £2,000,002 by the creation of 1,999,002 new ordinary shares of £1 each, to rank pari passu with and having the same rights and being subject to the same restrictions as the existing ordinary shares of the Company;
2. pursuant to and in accordance with section 80 of the Companies Act 1985, the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined in that section) up to an aggregate nominal amount equal to the authorised but unissued share capital of the Company (as augmented by paragraph 1 above).

Signed:.....

For and on behalf of  
Wagon Industrial Limited

Dated: 20 November 1998

