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iSOFT GROUP PLC

RESOLUTIONS



At the annual general meeting of iSOFT Group plc duly convened and held on Monday 16 July 2001 at 10.30 a.m., the following resolutions, *inter alia*, were passed:-

ORDINARY RESOLUTION

To consider and, if thought fit, to pass the following resolution, which will be proposed as an ordinary resolution:

That the directors be and they are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985, to exercise all the powers of the Company to allot relevant securities (within the meaning of section 80(2) of the said Act) up to an aggregate nominal amount of £4,011,492, this authority to expire at the conclusion of the annual general meeting of the Company in 2002 (save that the Company may before such expiry make any 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 any such offer or agreement as if the authority conferred hereby had not expired) and to the extent not already utilised this authority to be in substitution for all previous authorities given under Section 80 of the Companies Act 1985.

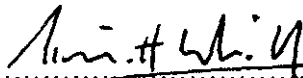
SPECIAL RESOLUTION

To consider and, if thought fit, to pass the following resolution, which will be proposed as a special resolution:

That subject to the passing of resolution 5 above, the directors be and are hereby empowered to allot equity securities (as defined in section 94(2) of the Companies Act 1985) for cash pursuant to the authority conferred by resolution 5 above as if section 89(1) of the said Act did not apply to any such allotment, provided that this power shall be limited to the allotment of equity securities:-

- (a) in connection with a rights issue, open offer or other pre-emptive issue in favour of ordinary shareholders where the equity securities are proportionate (as nearly as practicable) to the respective number of ordinary shares held by such holders but subject to such exclusions or other arrangements as the directors may deem necessary or desirable in relation to fractional entitlements or legal or practical problems arising in, or pursuant to, the laws of any territory or the requirements of any regulatory body or stock exchange in any territory; and
- (b) otherwise than pursuant to (a) above, up to an aggregate nominal amount of £560,623

and this power shall expire at the conclusion of the annual general meeting of the Company to be held in 2002 save that the Company may before such expiry make any 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 any such offer or agreement as if the power conferred hereby had not expired and this power to the extent not already utilised to be in substitution for all previous powers given under the Companies Act 1985.


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[Chairman/Director/Secretary]

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