

## THE COMPANIES ACT 1985

### COMPANY LIMITED BY SHARES

#### Special Resolutions

of

#### Cameron 1999 plc

At an extraordinary general meeting of the Company duly convened and held on 2 June 1999 the following Resolutions were duly passed as Special Resolutions:

#### Special Resolution

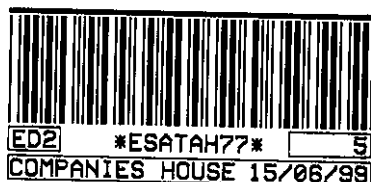
**1 THAT:**

the authority and power conferred on the Directors by Article 9 of the Company's Articles of Association be granted for the period ending on 8 June 2003 and for such period:

- (a) the Section 80 Amount shall be £8,125,000;
- (b) the Section 89 Amount shall be £8,125,000;

**2 THAT:**

- (a) In addition and without prejudice to the above authority, the Directors be generally and unconditionally authorised pursuant to and in accordance with Section 80 of the Companies Act 1985 to exercise for the period ending on 29 July 1999 all the powers of the Company to allot relevant securities up to the aggregate nominal amount of £60,000;
- (b) pursuant to and during the period of the said authority the Directors be empowered to allot equity securities wholly for cash as if Section 89(1) of the said Act did not apply to any such allotment;
- (c) by such authority and power the Directors may during such period make offers or agreements which would or might require securities to be allotted after the expiry of such period; and
- (d) words and expressions defined in or for the purposes of Part IV of the said Act shall bear the meanings herein.



  
Director/Secretary