



Company Number 3810754

THE COMPANIES ACT 1985

-and-

THE COMPANIES ACT 1989  
(the "Act")



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**PRIVATE COMPANY LIMITED BY SHARES**

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**UNANIMOUS WRITTEN RESOLUTION**

of

**KINETECH LIMITED**  
(the "Company")

**passed on 26 February 2003**

I the undersigned being the authorised agent of the member of the Company having the right to vote at general meetings signify my assent to the passing of the resolution set out below under the provisions of section 381(A) of the Act to the effect that such resolution, which would otherwise be required to be passed as an Ordinary Resolution, shall be deemed to be as effective as if it had been passed at a General Meeting of the Company duly convened and held.

**WRITTEN RESOLUTION**

THAT PricewaterhouseCoopers LLP be appointed auditors of the Company (to fill the vacancy arising by reason of the resignation of PricewaterhouseCoopers), to hold office until the termination of such office.

THAT PricewaterhouseCoopers LLP take over the existing engagement letter between the Company and PricewaterhouseCoopers with immediate effect, on identical terms and conditions (but reading references to any PricewaterhouseCoopers entity or person as references to the corresponding PricewaterhouseCoopers LLP entity or person.)

IT IS NOTED THAT the attached letter of resignation from PricewaterhouseCoopers states that there are no circumstances connected with their resignation which they consider should be brought to the notice of the shareholders or creditors of the Company.

Signed by Sarah Collis  
For and on behalf of  
Kinetech Holdings Limited

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) *SACollis*  
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