

GEORGICA plc

Company Number 4039562

Company Resolution

On 4th September 2002 a meeting was held and the following resolution was passed:

SPECIAL RESOLUTION

THAT the increase in the authorised share capital of the Company by the creation of 19,747,700 Ordinary Shares at the general meeting of the Company on 27th May 2002 be and is hereby ratified and **THAT** following such increase the authorised share capital of the Company be and is hereby confirmed at £5,564,037.50 and **THAT** the authorised share capital of the Company be and is hereby increased by £1,250,000 to £6,814,037.50 by the creation of an additional 25,000,000 Ordinary Shares of 5p each ("Ordinary Shares") with the rights and restrictions as set out in the Articles of Association.

