

BRI (UK) LIMITED

Company No:
4130230

Passed:
19 March 2001

The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at TERNION COURT, 264 - 268 UPPER FOURTH STREET, CENTRAL MILTON KEYNES, BUCKS, MK9 1DP, ENGLAND on Monday 19 March 2001 at 12.00 the following first Resolutions were duly passed as a Special Resolution and the second and third resolutions were duly passed as Ordinary Resolutions.

Resolutions

1. *"That the existing pre-emption rights as noted in the Company's Articles of Association be waived for the purposes of the share allotment considered by the directors at a meeting on 19th March 2001"*
2. *"That the capital of the Company be increased from £1,000 to £2,000 by the creation of 1,000 Ordinary-A shares of £1.00 each. Each share shall be non-voting. The rights as to dividends shall be at the discretion of the directors. In the event of the Company being wound up the holders of the shares shall be entitled to £1 each."*
2. *"That the directors be and they are hereby generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority."*



ALDBURY
DIRECTORS LTD.

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Chairman

12/3/2001
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Date

