

Registered No: 4200777

THE COMPANIES ACT 1985 (AS AMENDED)

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

- of -

BHD VENTURE PARTNERS NOMINEES LIMITED

(Dated 24 May 2001)

Notice is hereby given that, on 24 May 2001, the following resolutions were passed as written resolutions of the Company pursuant to Regulation 53 of Table A (as defined in, and incorporated into, the Articles of Association of the Company).

ELECTIVE RESOLUTIONS

1. THAT in accordance with section 366A of the Companies Act 1985, the Company shall dispense with the holding of annual general meetings.
2. THAT in accordance with section 252 of the Companies Act 1985, the Company shall dispense with the laying of accounts and reports before the Company in general meetings.
3. THAT in accordance with section 386 of the Companies Act 1985, the Company shall dispense with the obligation to appoint auditors annually.



For and on behalf of BHD Directors Limited

Presenter's name and address:

Liz Jones
Brobeck Hale and Dorr
Park Gate
25 Milton Park
Oxford
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