

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

of


ZEUS CAPITAL HOLDINGS LIMITED ("Company")

In accordance with the articles of association of the Company and regulation 53 of Table A (as defined in those articles) we, being all the members of the Company who, at the date of these written resolutions are entitled to receive notice of, to attend and vote at general meetings of the Company, hereby resolve that:

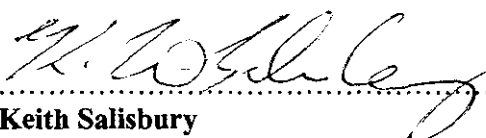
1. the authorised share capital of the Company be increased from £1,000 to £70,000 by the creation of 69,000 ordinary shares of £1 each;
2. the directors of the Company be and are hereby authorised pursuant to section 80 of the Companies Act 1985 (as amended) to allot relevant securities in the capital of the Company to such persons, on such terms and in such manner as they think fit, up to a total issued share capital of £70,000 at any time during the period of five years from the date hereof; and
3. pursuant to section 95(1) of the Companies Act 1985, section 89(1) of the Companies Act 1985 shall not apply to any allotment of relevant securities pursuant to the authority conferred on the directors by resolution 2 above.


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Richard Hughes

10/9/03
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Date


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Ian Currie

10/9/03
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Date


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Keith Salisbury

10/9/03
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Date

