

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTIONS IN WRITING

of

DSCLI HOLDINGS LIMITED



The following resolutions in writing were executed on 23 August 2005 by all the members entitled to vote at general meetings of the above company and were deemed Special Resolutions:

**RESOLVED:**

1. THAT the Company's authorised share capital be increased from £503,125 to £503,325 by the creation of an additional 20,000 Preference Shares of £0.01 each;
2. THAT the directors be generally and unconditionally authorised, pursuant to section 80 of the Companies Act 1985, to exercise all the powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount of £300,349 for a period expiring (unless previously renewed, varied or revoked by the Company in general meeting) 5 years from the date of this resolution, but the Company may before such expiry make an offer or agreement which would be or might require relevant securities to be allotted after expiry of this authority and the directors may allot relevant securities pursuant to that offer or agreement as if the authority conferred by this resolution has not expired; and
3. THAT new articles of association, in the form of the annexed draft initialled by the chairman for the purpose of identification, be adopted in substitution for the Company's existing articles of association.

A handwritten signature in dark ink, appearing to read "R T V Tyson", is written above the printed name.

R T V Tyson

Secretary