

4401901

THE COMPANIES ACT 1989

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COMPANY LIMITED BY SHARES

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S P E C I A L   R E S O L U T I O N

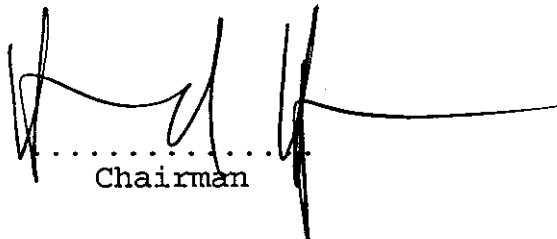
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PLOUGHSHARE TECHNOLOGY LTD

Passed the 9 January 2003

AT AN EXTRAORDINARY GENERAL MEETING of the members of the above named company held at 1 Cato Street, London W1H 5HG on 9 January 2003 the following resolution was passed as a special resolution:

"To exclude section 384(1) of the Companies Act 1985 from applying to the company."

  
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Chairman

