WITT (UK) LTD

Company number 4408889

The Companies Act 1985-1989

A31 COMPANIES HOUSE 15/11/03

Resolution of Witt (UK) Ltd

We, the undersigned, being all the members of the above named Company, entitled to receive notice of and to attend and vote at General Meetings:

HEREBY PASS the following Special Resolutions and agree that the said resolutions shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

IT IS RESOLVED:

- 1. That the authorised share capital of the Company be increased from €3,400,000 to €7,800,000 by the creation of 4,400,000 new Ordinary Shares of €1 each ranking in all respects pari passu with the 3,400,000 Ordinary Shares of €1 each in the Capital of the Company.
- 2. That the Directors of the Company be authorised to issue 4,400,000 of the Ordinary Shares in the following proportions.

Witt Beteiligungs-Verwaltungsgesellschaft International mbH

3,300,000

Ordinary Shares

Grattan PLC

1,100,000

Ordinary Shares

Subject in each case to payment in full.

Dated 14th

400 11 900001 400

Signed

For and behalf of

Witt Beteiligungs-Verwaltungsgesellschaft

International mbH

For and behalf of Grattan plc

Certified & be a true copy of the original.

A. LORD, Secretary 10/11/63.