

The Companies Act 1985

Company limited by shares

Written resolution

of

Lavender Cosmetics Limited

(passed on 17 November 2003)

We, being all the members of the company entitled to attend and vote at an **extraordinary general meeting** of the company, agree in accordance with section 381A of the Companies Act 1985 to the following resolutions in writing, which would otherwise be required to be passed as a special resolution in the case of resolution 1 and as an ordinary resolution in the case of resolution 2:

1. **That** the authorised share capital of the company be and it is increased by the creation of 19,000 ordinary shares of £1 each, ranking equally with the existing ordinary share capital of the company; and
2. **That** the directors be and they are generally and unconditionally authorised for the purposes of Section 80, Companies Act 1985 to allot, or to grant any right to subscribe for or to convert any security into, shares in the company up to a maximum nominal amount of £20,0000 at any time or times during the period from the date of the passing of this resolution up to and including 16 November 2008 on which date this authority shall expire and this authority shall allow the company to make an offer or agreement before the expiry of the authority which would or might require shares to be allotted, or rights to subscribe for or to convert any security into shares to be granted, after the expiry of the authority.


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Oval Nominees Limited

Date: 17 November 2003

