

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

INHOCO 2993 LIMITED

Pursuant to section 381A of the Companies Act 1985 (as amended by the Deregulation (Resolutions of Private Companies) Order 1996), we, being the sole member of the Company entitled to attend and vote at general meetings of the Company agree to and pass the following written resolutions:

1 That the authorised share capital of the Company be hereby increased from £1,000 to £249,580 by the creation of 248,580 ordinary shares of £1 each ranking pari passu in all respects with the existing 1,000 ordinary shares in the Company.

2

(a) That the directors are unconditionally authorised for the purposes of section 80 of the Companies Act 1985 and at any time during the period of five years from the date hereof to allot and dispose of or grant options over the Company's shares to such persons, on such terms and in such manner as they think fit, up to a total issued share capital of the Company of £249,580 being the amount of the Company's authorised share capital immediately following the passing of these resolutions.

(b) That by virtue of section 95(1) of the Companies Act 1985, section 89(1) shall not apply to the allotment of shares pursuant to the authority conferred by the preceding paragraph of this resolution.

*P. Grubic*

Paul Grubic

*09/02/2004*

Dated

