

Company number: 5418426

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
OF  
PPH0 LIMITED

(the Company)

UNDER ARTICLE 14 OF THE COMPANY'S ARTICLES OF ASSOCIATION

We, the undersigned, being the holders of all the issued share capital of the Company, pass the following resolutions:

That:

- (a) the authorised share capital of the Company be increased by £400 to a total of £5,000,001,000 by the creation of 102 A shares of £1 each, 98 B shares of £1 each and 200 Preference Shares of £1 each, each ranking pari passu with existing shares of that class; and
- (b) the directors be generally and unconditionally authorised for the purposes of section 80 of the 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 £5,000,001,000 at any time or times during the period from the date of the passing of this resolution up to and including 21 December 2011 on which date the authority given by this resolution shall expire and such 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.

  
.....  
For PENDRAGON GROUP SERVICES LIMITED

.....  
For NATWEST PROPERTY INVESTMENTS LIMITED

Date: 22 December 2006

FRIDAY



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19/01/2007  
COMPANIES HOUSE

Company number: 5418426

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION

OF

PPHO LIMITED

(the Company)

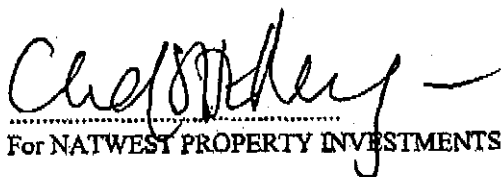
UNDER ARTICLE 14 OF THE COMPANY'S ARTICLES OF ASSOCIATION

We, the undersigned, being the holders of all the issued share capital of the Company, pass the following resolutions:

That:

- (a) the authorised share capital of the Company be increased by £400 to a total of £5,000,001,000 by the creation of 102 A shares of £1 each, 98 B shares of £1 each and 200 Preference Shares of £1 each, each ranking pari passu with existing shares of that class; and
- (b) the directors be generally and unconditionally authorised for the purposes of section 80 of the 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 £5,000,001,000 at any time or times during the period from the date of the passing of this resolution up to and including 21 December 2011 on which date the authority given by this resolution shall expire and such 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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For PENDRAGON GROUP SERVICES LIMITED

  
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For NATWEST PROPERTY INVESTMENTS LIMITED

Date: 22 December 2006

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