

Company number
5807599

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

RESOLUTION

OF

New CST plc (the Company)

(passed on 13 December 2006)



At an extraordinary general meeting of the Company duly convened and held at *One Bishops Square, London* on 13 December 2006, the first resolution, an ordinary resolution, and the second resolution, a special resolution, were duly passed as resolutions of the Company:

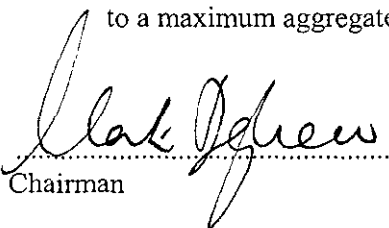
Ordinary Resolution

1. That:

- (a) the authorised share capital of the Company be increased by £1,992,896,149.98 to £1,992,946,152 by the creation of 199,289,614,998 ordinary shares of 1 penny each ranking *pari passu* in all respects as one class of shares with the existing ordinary shares in the capital of the Company.
- (b) the directors be generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (as defined for the purposes of section 80 of the Companies Act 1985) up to a maximum nominal amount of £1,992,946,152.
- (c) this authority shall expire at the conclusion of the next annual general meeting;
- (d) the Company may, before this authority expires, make an offer or agreement which would or might require relevant securities to be allotted under this authority after it expires; and
- (e) all previous authorities under section 80 of the Companies Act 1985 shall cease to have effect which would or might require relevant securities to be allotted on or after the date of this resolution.

Special Resolution

2. That the directors be empowered pursuant to Article 7 of the Articles of Association of the Company to allot equity securities for cash as though section 89 of the Companies Act 1985 did not apply, up to a maximum aggregate value of £1,992,946,152.


Chairman