

## THE COMPANIES ACT 1985

and

## THE COMPANIES ACT 2006

## RELIGARE CAPITAL MARKETS INTERNATIONAL (UK) LIMITED (the "Company")

*(Incorporated in England and Wales under the Companies Act 1985 with registered number 6503069)*

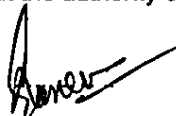
## WRITTEN RESOLUTIONS

Passed 23 May 2008

In accordance with Chapter 2 of Part 13 of the Companies Act 2006, the following resolutions were agreed to and duly passed on 23 May 2008 as Ordinary Resolutions

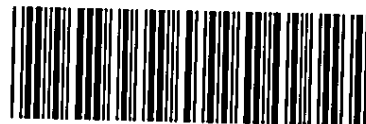
## ORDINARY RESOLUTIONS

- 1 THAT the authorised share capital of the Company be increased from £1,000 to £20,000,000 by the creation of an additional 19,999,000 ordinary shares of £1 00 each
- 2 THAT in substitution for all subsisting authorities under section 80 of the Companies Act 1985 ("CA 1985") to the extent unused, the directors of the Company (the "Directors") be and they are hereby generally and conditionally authorised pursuant to section 80 CA 1985 to exercise all powers of the Company to allot relevant securities (within the meaning of that section) up to an aggregate nominal amount equal to £19,999,999 immediately following the increase in authorised share capital referred to at resolution 1 above becoming effective, provided that this authority shall, unless renewed, varied or revoked by the Company in general meeting, expire on the date falling 5 years after the passing of this resolution, but the Company may, before such expiry, make an offer or agreement which would or might require relevant securities to be allotted after such expiry, and the directors may allot relevant securities in pursuance of such offer or agreement notwithstanding that the authority conferred by this resolution has expired



Director

TUESDAY



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COMPANIES HOUSE