

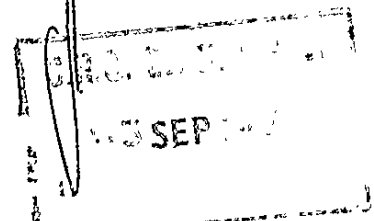
SPECIAL RESOLUTION

OF

ADAM & COMPANY INVESTMENT MANAGEMENT LIMITED

At an Extraordinary General Meeting of the above company, duly convened and held at 22 Charlotte Square, Edinburgh, on Thursday 9 July 1987 at 4.00pm the following Special Resolution was duly passed viz:

- a) THAT the authorised share capital of the company be and it is hereby increased from £20,000 to £100,000 divided into 100,000 £1 Ordinary Shares from £20,000 divided into 20,000 £1 Ordinary Shares by the creation of a further £80,000 Ordinary Shares of £1 each to rank pari passu with the existing Ordinary Shares in the capital of the Company;
- b) the Directors be and they are hereby generally and unconditionally authorised pursuant to Section 80 of the Companies Act 1985 to allot and dispose of or grant options over any Ordinary Shares of £1 each in the capital of the Company to such persons and on such terms and in such manner as they may think fit, up to the aggregate nominal amount of £998 at any time or times during the period of five years from the date of this Resolution; the authority contained in this paragraph (b) shall enable the Directors to allot Ordinary Shares after the expiry of the said period of five years pursuant to an offer or agreement made by the Company before the expiry of the said period; and
- c) the Directors be and they are hereby authorised during the period between the date hereof the date of the next following Annual General Meeting of the Company to allot or grant options over Ordinary Shares of £1 each up to an aggregate nominal amount of £998 wholly for cash otherwise than in compliance with Sections 89 (1) and 90 (1) to (6) inclusive of the Companies Act 1985;



.....Chairman