

Company number: SC198910
Company limited by shares

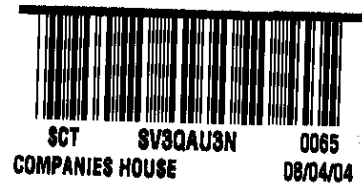
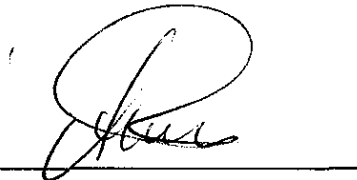
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "A" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "A" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: _____



Jordans Limited
21 St Thomas Street
Bristol 015354
BS1 6JS

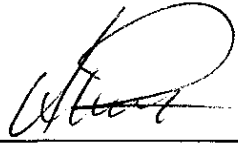
Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "B" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "B" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "C" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "C" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Robin Duncan

Signature:



Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "D" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "D" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Tom Dempster

Signature:

T Dempster

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "E" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "E" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Derek Money

Signature: 

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "F" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "F" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Michael McGowan

Signature:




Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "G" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "G" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Michael Dunn

Signature: 

Company number: SC198910
Company limited by shares

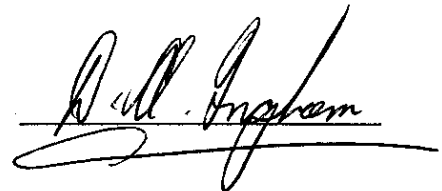
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "H" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on **29-8-03** at **2 pm**/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "H" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: David Ingham

Signature:

A handwritten signature in black ink, appearing to read 'D. Ingham', written over a horizontal line.

Company number: SC198910
Company limited by shares

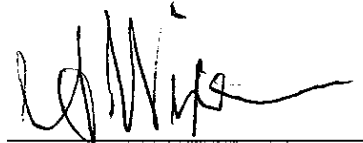
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "I" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "I" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Tony Nixon

Signature:

A handwritten signature in black ink, appearing to read 'Tony Nixon', written over a horizontal line.

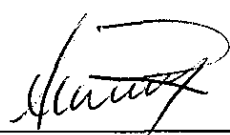
Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

We, the undersigned, being the holders of three-quarters in nominal value of the issued "J" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "J" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 

Name: Pamela Ann Hay

Signature: 

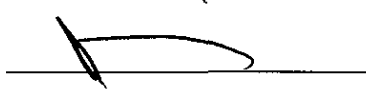
Name: Jessica Dempster

Signature: 

Name: Neil Kinniburgh

Signature: 

Name: Neil Mackie

Signature: 

Company number: SC198910
Company limited by shares

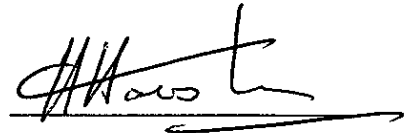
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "K" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 pm/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "K" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Henry Houston

Signature:

A handwritten signature in black ink, appearing to read 'H Houston', written over a horizontal line.

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

We, the undersigned, being the holders of three-quarters in nominal value of the issued "M" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "M" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Jessica Dempster

Signature: J Dempster

Name: Geoff Russon

Signature: G Russon

Company number: SC198910
Company limited by shares

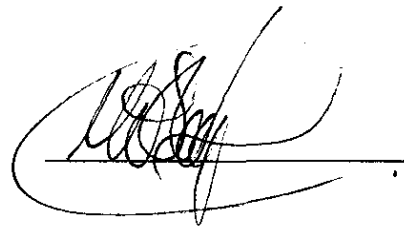
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "N" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "N" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Mark Steeple

Signature:

A handwritten signature in black ink, appearing to be 'M Steeple', written over a horizontal line.

Company number: SC198910
Company limited by shares

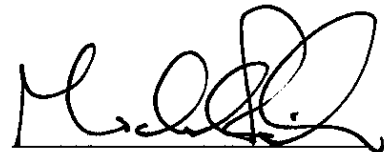
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "O" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "O" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Michael Finden

Signature:



Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "P" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "P" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Stuart Croft

Signature: S. K. Croft

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "Q" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "Q" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Alistair Laing

Signature:

A handwritten signature in black ink, appearing to read 'Alistair Laing', written over a horizontal line.

Company number: SC198910
Company limited by shares

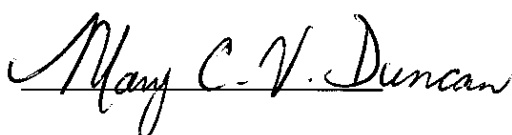
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "R" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "R" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Mary Duncan

Signature:



Company number: SC198910
Company limited by shares

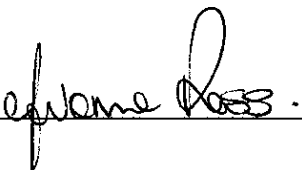
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "S" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 ~~am~~/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "S" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Yvonne Ross

Signature:

_____

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "T" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 ~~am~~pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "T" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Gordon Scott

Signature: 

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "U" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "U" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Rob Murray

Signature: RS. Murray


Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "V" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29 - 08 - 03 at 2 ~~am~~/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "V" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 


Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "W" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on *29-08-05* at *2* am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "W" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "X" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "X" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "Y" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 ~~am~~/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "Y" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature:  _____


Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "Z" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "Z" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 

Company number: SC198910
Company limited by shares

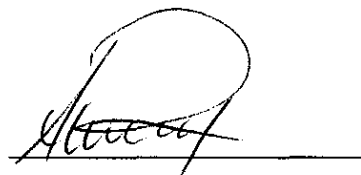
CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "ZA" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "ZA" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature:

A handwritten signature in black ink, appearing to read 'Allan Ross', is written over a horizontal line.


Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "ZB" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on **29-8-03** at **2 am**/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "ZB" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

We, the undersigned, being the holders of three-quarters in nominal value of the issued "ZC" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on **29-8-03** at **2 am/pm**, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "ZC" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 

Name: David Grayhurst

Signature: 




Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

We, the undersigned, being the holders of three-quarters in nominal value of the issued "ZD" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29-8-03 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "ZD" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Allan Ross

Signature: 

Name: John Taylor

Signature: 

Company number: SC198910
Company limited by shares

CLASS CONSENT IN WRITING OF CLASS SHAREHOLDERS OF

FIRST INDEPENDENT FINANCE LIMITED

I, the undersigned, being the holder of all the nominal value of the issued "ZE" shares of £1 each in the capital of the Company hereby consent to the variation of the rights attached to such class of shares by agreeing to the passing as an ordinary resolution of the resolution to be proposed as resolution number 1 and as special resolutions the resolutions to be proposed as resolution numbers 2 and 3 at an extraordinary general meeting of the Company to be held on 29/8/2003 at 2 am/pm, as set out in the notice of that meeting and to the alteration or abrogation of any of the special rights attaching to the said "ZE" shares effected thereby or involved therein and direct and authorise the directors to act pursuant to such resolutions.

Name: Agnes Money

Signature: 