

THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES
QUESTER VENTURE GP LIMITED

(Registered No. SC220736)

WRITTEN RESOLUTION

NOTICE is hereby given that on 11th July 2001 the following elective resolutions were passed, in accordance with article 14 of the Articles of Association of the Company, by the sole member of the Company entitled to attend and vote at general meetings by way of a written resolution:

RESOLUTION (1)

THAT in accordance with section 252 of the Companies Act 1985 (as amended) the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting.

RESOLUTION (2)

THAT in accordance with section 366A of the Companies Act 1985 (as amended) the Company hereby elects to dispense with the holding of annual general meetings.

RESOLUTION (3)

THAT in accordance with section 386 of the Companies Act 1985 (as amended) the Company hereby elects to dispense with the obligation to appoint auditors annually.



For and on behalf of DM
Company Services Limited
Secretary

Date: 11th July 2001

