

Company No: SC303436

THE COMPANIES ACTS 1985 TO 1989  
PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION  
of  
MACROCOM (948) LIMITED

Pursuant to section 381A of the Companies Act 1985, the following resolution is, by the written consent of the sole member entitled to attend and vote at a general meeting, passed as a resolution of the Company.

RESOLUTION

"THAT:-

- (a) the authorised share capital of the Company be increased from £100 to £75,000 by the creation of £74,900 ordinary shares of £1 each ranking in all respects pari passu with the existing ordinary shares and having the rights and privileges set out in the articles of association of the Company;
- (b) the directors of the Company be and are authorised for the purposes of section 80 of the Companies Act 1985 ("the Act") to exercise all the powers of the Company to allot, grant options over, offer or otherwise deal with or dispose of any relevant securities (within the meaning of section 80 (2) of the Act) of the Company up to an aggregate nominal amount of £74,998 provided always that this authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) on the expiry of five years from the date of this resolution and the directors shall be entitled under the authority hereby conferred or under any renewal thereof, to make at any time prior to the expiry of such authority, any offer or agreement which would or might require relevant securities of the Company to be allotted after the expiry of such authority and the directors may allot relevant securities pursuant to any such offer or agreement (any authority previously granted to the directors for the purpose of section 80 of the Act is revoked with effect from the passing of this resolution); and
- (c) pursuant to section 95 (1) of the Act, sections 89 (1) and 90 (1) to (6) inclusive of the Act shall not apply to any allotment of shares pursuant to the authority contained in resolution (b) above.



For and on behalf of MacRoberts Corporate  
Services Limited

7 JULY 2006  
Date

