

Company No. 525757

**THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES**

SPECIAL RESOLUTION

of

MEDICA LIMITED

(passed the tenth day of October 1996)

At an Extraordinary General Meeting of the above named Company, duly convened and held on the tenth day of October 1996, the following Resolution was duly passed as a Special Resolution.

SPECIAL RESOLUTION

1. THAT the Elective Resolution currently in force dispensing with the need to lay before the Company in general meeting the Company's annual accounts and the Directors' and Auditors' Reports thereon be suspended in respect only of the financial year of the Company ended on 31st December 1995.



Chairman

