

No: 2454345

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

-of-

QUESTER CAPITAL MANAGEMENT LIMITED

(Effective 31 March 2003)

The following resolutions were duly agreed to by the sole member of the Company in accordance with section 381A of the Companies Act 1985 as Ordinary Resolutions with effect from 31 March 2003.

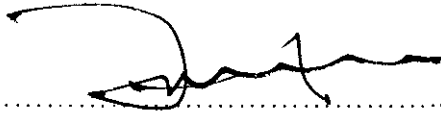
ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be increased from £15,500 to £16,510 by the creation of 1,010 new ordinary shares of £1 each, such shares to form one class with and rank pari passu in all respects with the existing ordinary shares of the Company.
2. THAT for the purposes of section 80 of the Companies Act 1985 (and so that expressions used in this resolution shall bear the same meanings as in the said section 80):
 - (a) the Directors be and are generally unconditionally authorised to exercise all powers of the Company to allot relevant securities up to a maximum nominal amount of £1,010 to such persons and at such times and on such terms as they think proper during the period expiring at the end of five years from the date of the passing of this resolution;
 - (b) the Company be and is hereby authorised to make prior to the expiry of such period any offer or agreement which would or might require relevant securities to be allotted after the expiry of the said period and the Directors



may allot relevant securities in pursuance of any such offer or agreement notwithstanding the expiry of the authority given by this resolution,

so that all previous authorities of the Directors pursuant to the said section 80 be and are hereby revoked.

A handwritten signature in black ink, consisting of a large initial 'J' followed by a series of loops and a final horizontal stroke.

Chairman