

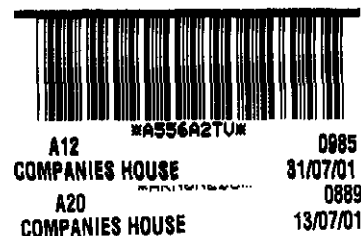
THE COMPANIES ACT 1985  
PRIVATE COMPANY LIMITED BY SHARES  
SPECIAL RESOLUTIONS OF  
**STRATA TECHNOLOGY LIMITED**

Passed on the 22nd day of March 2001

At an Extraordinary General Meeting of the above named Company held at Studio 3, Universal Suite, Moat House Hotel, Felix Lane, Shepperton, Middlesex TW17 8NP on the 22nd day of March 2001 at 5.30 pm the following resolutions were duly passed as special resolutions.

**SPECIAL RESOLUTIONS**

- (1) That the terms of the proposed Agreement whereby the Company may become entitled and obliged to purchase 49 of its A ordinary shares and 5,951 of its B ordinary shares from Antony Richard Allen at a total price of £20,580 be and are hereby approved and that any director of the Company be and is hereby authorised to enter into the proposed Agreement on behalf of the Company and to fulfil on its behalf all obligations of the Company thereunder.
- (2) That the terms of the proposed Agreement whereby the Company may become entitled and obliged to purchase 25 of its A ordinary shares and 2,975 of its B ordinary shares from Mrs Vanessa Carter at a total price of £10,290 be and are hereby approved and that any director of the Company be and is hereby authorised to enter into the proposed Agreement on behalf of the Company and to fulfil on its behalf all obligations of the Company thereunder.
- (3) That the terms of the proposed Agreement whereby the Company may become entitled and obliged to purchase 49 of its A ordinary shares and 5,951 of its B ordinary shares from Mandy Speirs at a total price of £20,580 be and are hereby approved and that any director of the Company be and is hereby authorised to enter into the proposed Agreement on behalf of the Company and to fulfil on its behalf all obligations of the Company thereunder.



- (4) That the terms of the proposed Agreement whereby the Company may become entitled and obliged to purchase 17 of its A ordinary shares and 1,983 of its B ordinary shares from Mrs Jennifer Anne Hills at a total price of £6,860 be and are hereby approved and that any director of the Company be and is hereby authorised to enter into the proposed Agreement on behalf of the Company and to fulfil on its behalf all obligations of the Company thereunder.
- (5) That the terms of the proposed Agreement whereby the Company may become entitled and obliged to purchase 4 of its A ordinary shares and 496 of its B ordinary shares from Graham Sydney McBratney at a total price of £1,715 be and are hereby approved and that any director of the Company be and is hereby authorised to enter into the proposed Agreement on behalf of the Company and to fulfil on its behalf all obligations of the Company thereunder.
- (6) That the terms of the proposed Agreement whereby the Company may become entitled and obliged to purchase 41 of its A ordinary shares and 4,959 of its B ordinary shares from Mrs Lynn Reed at a total price of £17,150 be and are hereby approved and that any director of the Company be and is hereby authorised to enter into the proposed Agreement on behalf of the Company and to fulfil on its behalf all obligations of the Company thereunder.
- (7) That the terms of the proposed Agreement whereby the Company may become entitled and obliged to purchase 33 of its A ordinary shares and 3,967 of its B ordinary shares from David John Underwood at a total price of £13,720 be and are hereby approved and that any director of the Company be and is hereby authorised to enter into the proposed Agreement on behalf of the Company and to fulfil on its behalf all obligations of the Company thereunder.

Dated this

21st day of June

2001

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Chairman