

COMPANY NUMBER 6340438

THE COMPANIES ACTS 1985, 1989 and 2006

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

NORTHERN CANON

Circulation date 30 November 2007

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (as amended), I the undersigned, being the sole eligible member of the Company entitled to receive notice of and to attend and vote at general meetings of the Company on the above circulation date, hereby signify my agreement to pass the following resolution as a written resolution and agree that the said resolution shall for all purposes be as valid and effective as if the same had been passed at a general meeting duly convened and held

SPECIAL RESOLUTION

That the articles of association of the Company be amended as follows

- 1 by the deletion of article 2 2 and the substitution therefor of the following article

"No paid employee whether in full time or part time employment or any person in receipt of fees or other form of remuneration from the Company (other than as permitted under the Company's memorandum of association as amended from time to time) shall be eligible to be a member or act as proxy at any general meeting of the Company ",

- 2 by the deletion of articles 8 1, 8 3 and 8 4, and

- 3 by the re-numbering of article 8 2 as article 7 4 and the re-numbering of articles 9 to 21 inclusive as articles 8 to 20 respectively

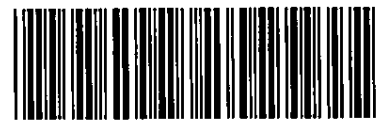


Date 30 November 2007

Note

The proposed resolution must be passed within 28 days of the circulation date and if not passed by that date, then the resolution will lapse. The resolution is proposed as a special resolution which means that it will be passed if the Company receives before the date referred to above signified agreement from 75% or more of eligible members

WEDNESDAY



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COMPANIES HOUSE

WE CERTIFY THAT THIS IS A TRUE
COPY OF THE ORIGINAL DOCUMENT.
Dickinson Dees LLP
DICKINSON DEES LLP