

**CERTIFIED EXTRACT FROM THE MINUTES OF  
THE ELEVENTH ANNUAL GENERAL MEETING OF BROCKHAMPTON HOLDINGS plc  
MEETING HELD ON THURSDAY 26 JULY 2001**

Mr J F Batty proposed and it was resolved:

**"THAT** the Directors be and they are hereby empowered, pursuant to Section 95 of the Companies Act 1985, to allot equity securities (as defined in Section 94 of that Act) for cash, pursuant to the general authority conferred by resolution number 6, passed at the Annual General Meeting of the Company held on 27 July 2000, as if Section 89(1) of that Act did not apply to such allotment, provided that this power shall be limited to:

- (i) the allotment of equity securities in connection with any rights issue in favour of the holders of shares on the register of members at such record date or dates as the Directors may determine for the purpose of the issue where the equity securities respectively attributable to the interests of such shareholders are proportionate (as nearly as may be) to the respective numbers of shares held by them on any such record date or dates, subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements, legal or practical problems arising in any overseas territory or by virtue of the requirements of any regulatory body or stock exchange or any other matter whatsoever; and
- (ii) the allotment (otherwise than pursuant to (i) above) of equity securities up to an aggregate nominal value of £244,774, being five per cent of the nominal value of the Company's issued ordinary share capital on the date hereof, provided that any equity securities issued pursuant to this authority shall be in the form of Ordinary Shares and 'A' Ordinary Shares in the capital of the Company in proportion to the number of shares in each of those two classes in issue at the relevant time and, unless renewed, varied or revoked by the Company in General Meeting, shall expire at the earlier of the conclusion of the Company's Annual General Meeting in 2001 and the date fifteen months from the date this Resolution is passed, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement notwithstanding that this power has expired".

Certified a true copy

..... *S. Halford* .....

MRS S HALFORD  
COMPANY SECRETARY

