

2637105

DOPOWER LIMITED

Written Resolutions of All the Shareholders

IT IS RESOLVED that:-

1. the authorised share capital of the Company be increased from £1,000 to £500,000 by the creation of 499,000 ordinary shares of £1 each ranking pari passu with the existing ordinary shares in the capital of the Company;
2. the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined in Section 80 of the Companies Act 1985) ("the Act") up to an aggregate nominal amount of £499,856 and that this authority shall be in substitution for all previous authorities conferred upon the Directors pursuant to Section 80 of the Act;
3. subject to and conditional upon the passing of resolution number 2 above, the Directors be empowered, pursuant to Section 95 of the Act, to allot equity securities (as defined in Section 94 of the Act) as if Section 89(1) did not apply to any such allotment.

DATED 3rd April 1997

.....
John Guy Carmichael
Jackson

.....
Judith Margaret
Macpherson

.....
RC Jackson
Ruth Claire Jackson

.....
Flora Mary Margaret
Jackson

.....
Catherine Margaret
Palmer

.....
Jonathan Guy Campion
Jonathan Guy Campion
Jackson

.....
Georgina Mary Jackson

.....
Victoria Georgina
Stewart

.....
Charles Desmond Bertram
Charles Desmond Bertram
Jackson

.....
Ann Margaret Jackson

.....
Joanna Henrietta
Jackson

.....
Rupert James Humphrey
Rupert James Humphrey
Jackson

.....
Ann Georgina Laird
Wemyss

.....
Louise Sarah
Jackson

.....
William David Geoffrey
William David Geoffrey
Jackson

.....
Alice Caroline Lacey

.....
Jane Mary Jackson
Jane Mary
Jackson

.....
M.L. Jackson
Margaret Letitia Jackson

.....
Henry Graham Wemyss

.....
Geoffrey Laird
Geoffrey Laird
Jackson



DOPOWER LIMITED

Written Resolutions of All the Shareholders

IT IS RESOLVED that:-

1. the authorised share capital of the Company be increased from £1,000 to £500,000 by the creation of 499,000 ordinary shares of £1 each ranking pari passu with the existing ordinary shares in the capital of the Company;
2. the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined in Section 80 of the Companies Act 1985) ("the Act") up to an aggregate nominal amount of £499,856 and that this authority shall be in substitution for all previous authorities conferred upon the Directors pursuant to Section 80 of the Act;
3. subject to and conditional upon the passing of resolution number 2 above, the Directors be empowered, pursuant to Section 95 of the Act, to allot equity securities (as defined in Section 94 of the Act) as if Section 89(1) did not apply to any such allotment.

DATED 3rd April 1997

.....
John Guy Carmichael
Jackson

.....
Judith Margaret
Macpherson

.....
Ruth Claire Jackson

.....
Flora Mary Margaret
Jackson

.....
Catherine M. Palmer
Catherine Margaret
Palmer

.....
Jonathan Guy Campion
Jackson

.....
Georgina Mary Jackson

.....
Victoria Georgina
Stewart

.....
Charles Desmond Bertram
Jackson

.....
Ann Margaret Jackson

.....
Joanna Henrietta
Jackson

.....
Rupert James Humphrey
Jackson

.....
Ann Georgina Laird
Wemyss

.....
Louise Sarah
Jackson

.....
William David Geoffrey
Jackson

.....
Alice Caroline Lacey

.....
Jane Mary
Jackson

.....
Margaret Letitia Jackson

.....
Henry Graham Wemyss

.....
Geoffrey Laird
Jackson

DOPOWER LIMITED

Written Resolutions of All the Shareholders

IT IS RESOLVED that:-

1. the authorised share capital of the Company be increased from £1,000 to £500,000 by the creation of 499,000 ordinary shares of £1 each ranking pari passu with the existing ordinary shares in the capital of the Company;
2. the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined in Section 80 of the Companies Act 1985) ("the Act") up to an aggregate nominal amount of £499,856 and that this authority shall be in substitution for all previous authorities conferred upon the Directors pursuant to Section 80 of the Act;
3. subject to and conditional upon the passing of resolution number 2 above, the Directors be empowered, pursuant to Section 95 of the Act, to allot equity securities (as defined in Section 94 of the Act) as if Section 89(1) did not apply to any such allotment.

DATED

3rd April

1997

.....
John Guy Carmichael
Jackson

.....
Judith Margaret Macpherson
Judith Margaret
Macpherson

.....
Ruth Claire Jackson

.....
Flora Mary Margaret
Jackson

.....
Catherine Margaret
Palmer

.....
Jonathan Guy Campion
Jackson

.....
Georgina Mary Jackson

.....
Victoria Georgina Stewart
Victoria Georgina
Stewart

.....
Charles Desmond Bertram
Jackson

.....
Ann Margaret Jackson

.....
Joanna Henrietta
Jackson

.....
Rupert James Humphrey
Jackson

.....
Ann Georgina Laird
Wemyss

.....
Louise Sarah
Jackson

.....
William David Geoffrey
Jackson

.....
Alice Caroline Lacey

.....
Jane Mary
Jackson

.....
Margaret Letitia Jackson

.....
Henry Graham Wemyss

.....
Geoffrey Laird
Jackson

DOPOWER LIMITED

Written Resolutions of All the Shareholders

IT IS RESOLVED that:-

1. the authorised share capital of the Company be increased from £1,000 to £500,000 by the creation of 499,000 ordinary shares of £1 each ranking pari passu with the existing ordinary shares in the capital of the Company;
2. the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined in Section 80 of the Companies Act 1985) ("the Act") up to an aggregate nominal amount of £499,856 and that this authority shall be in substitution for all previous authorities conferred upon the Directors pursuant to Section 80 of the Act;
3. subject to and conditional upon the passing of resolution number 2 above, the Directors be empowered, pursuant to Section 95 of the Act, to allot equity securities (as defined in Section 94 of the Act) as if Section 89(1) did not apply to any such allotment.

DATED 3rd April 1997

JGC Jackson
.....
John Guy Carmichael
Jackson

.....
Judith Margaret
Macpherson

.....
Ruth Claire Jackson

Flora M.M. Jackson
.....
Flora Mary Margaret
Jackson

.....
Catherine Margaret
Palmer

.....
Jonathan Guy Campion
Jackson

Georgina Mary Jackson
.....
Georgina Mary Jackson

.....
Victoria Georgina
Stewart

.....
Charles Desmond Bertram
Jackson

A. Margaret Jackson
.....
Ann Margaret Jackson

.....
Joanna Henrietta
Jackson

.....
Rupert James Humphrey
Jackson

.....
Ann Georgina Laird
Wemyss

.....
Louise Sarah
Jackson

.....
William David Geoffrey
Jackson

.....
Alice Caroline Lacey

.....
Jane Mary
Jackson

.....
Margaret Letitia Jackson

.....
Henry Graham Wemyss

.....
Geoffrey Laird
Jackson

DOPOWER LIMITED

Written Resolutions of All the Shareholders

IT IS RESOLVED that:-

1. the authorised share capital of the Company be increased from £1,000 to £500,000 by the creation of 499,000 ordinary shares of £1 each ranking pari passu with the existing ordinary shares in the capital of the Company;
2. the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined in Section 80 of the Companies Act 1985) ("the Act") up to an aggregate nominal amount of £499,856 and that this authority shall be in substitution for all previous authorities conferred upon the Directors pursuant to Section 80 of the Act;
3. subject to and conditional upon the passing of resolution number 2 above, the Directors be empowered, pursuant to Section 95 of the Act, to allot equity securities (as defined in Section 94 of the Act) as if Section 89(1) did not apply to any such allotment.

DATED 3rd April 1997

.....
John Guy Carmichael
Jackson

.....
Judith Margaret
Macpherson

.....
Ruth Claire Jackson

.....
Flora Mary Margaret
Jackson

.....
Catherine Margaret
Palmer

.....
Jonathan Guy Campion
Jackson

.....
Georgina Mary Jackson

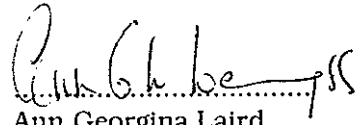
.....
Victoria Georgina
Stewart

.....
Charles Desmond Bertram
Jackson

.....
Ann Margaret Jackson

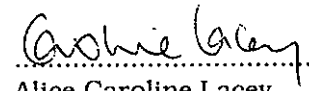
.....
Joanna Henrietta
Jackson

.....
Rupert James Humphrey
Jackson


.....
Ann Georgina Laird
Wemyss

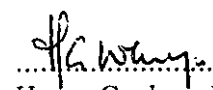
.....
Louise Sarah
Jackson

.....
William David Geoffrey
Jackson


.....
Alice Caroline Lacey

.....
Jane Mary
Jackson

.....
Margaret Letitia Jackson


.....
Henry Graham Wemyss

.....
Geoffrey Laird
Jackson

DOPOWER LIMITED

Written Resolutions of All the Shareholders

IT IS RESOLVED that:-

1. the authorised share capital of the Company be increased from £1,000 to £500,000 by the creation of 499,000 ordinary shares of £1 each ranking pari passu with the existing ordinary shares in the capital of the Company;
2. the Directors be generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities (as defined in Section 80 of the Companies Act 1985) ("the Act") up to an aggregate nominal amount of £499,856 and that this authority shall be in substitution for all previous authorities conferred upon the Directors pursuant to Section 80 of the Act;
3. subject to and conditional upon the passing of resolution number 2 above, the Directors be empowered, pursuant to Section 95 of the Act, to allot equity securities (as defined in Section 94 of the Act) as if Section 89(1) did not apply to any such allotment.

DATED 3rd April 1997

.....
John Guy Carmichael
Jackson

.....
Judith Margaret
Macpherson

.....
Ruth Claire Jackson

.....
Flora Mary Margaret
Jackson

.....
Catherine Margaret
Palmer

.....
Jonathan Guy Campion
Jackson

.....
Georgina Mary Jackson

.....
Victoria Georgina
Stewart

.....
Charles Desmond Bertram
Jackson

.....
Ann Margaret Jackson

.....
Joanna Henrietta
Jackson

.....
Rupert James Humphrey
Jackson

.....
Ann Georgina Laird
Wemyss

.....
Louise Sarah
Jackson

.....
William David Geoffrey
Jackson

.....
Alice Caroline Lacey

.....
Jane Mary
Jackson

.....
Margaret Letitia Jackson

.....
Henry Graham Wemyss

.....
Geoffrey Laird
Jackson