

## COPY RESOLUTIONS OF

DUMISS TRADE LIMITED ("the Company")

THE COMPANIES ACT 1985  
Section 380(1)

Registered No. 2788839

**SPECIAL RESOLUTIONS PASSED BY THE MEMBERS  
OF THE COMPANY NAMED ABOVE AT AN EXTRAORDINARY  
GENERAL MEETING DULY CONVENED AND HELD AT**

ON 21<sup>ST</sup> May 1999

### SPECIAL RESOLUTIONS

1. THAT having examined the Directors' Statutory Declaration and Auditors' Report made available for inspection at the meeting pursuant to Section 174(4) of the Companies Act 1985 ("the Act") that the Directors be authorised for the purposes of Section 173(2) of the Act to redeem up to £400,000 of the redeemable preference shares of £1 each in the capital of the Company which, in accordance with the provisions of the Articles of Association of the Company and with the consent of all of the preference shareholders (which consent is hereby formally ratified) may be redeemed in whole or in part by the Company at any time on or before 31st July 1999.
2. THAT following the payment out of capital required to effect the redemption contemplated in the Resolution which immediately precedes this Resolution the remaining redeemable preference shares of £1 each in the capital of the Company be converted into ordinary shares of £1 each such shares to rank pari passu with the existing issued ordinary shares in the capital of the Company.

By order of the Board of Directors.

.....  
Company Secretary

**For and on behalf of  
CPS Services Ltd**

Dated 21<sup>ST</sup> May 1999

