

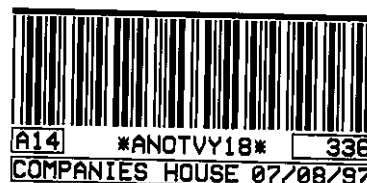
Company Number: 3234745

**The Companies Act 1985**  
**Company Limited by Shares**  
**Ordinary Resolutions**  
**of**  
**YIELDTOP LIMITED**

At an Extraordinary General Meeting of the Company duly convened and held on 30 July 1997 the following Resolutions were duly passed as Ordinary Resolutions.

**ORDINARY RESOLUTIONS**

- 1 THAT the capital of the Company be increased from £100 to £1,000 by the creation of 900 new Ordinary Shares at £1 each, such shares to rank in all respects pari passu with the 100 existing Ordinary Shares of £1 each in the capital of the Company.
- 2 THAT the Directors be generally and unconditionally authorised for the purpose of section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company upto a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the time of the passing of this resolution. Provided that the authority hereby given shall expire five years following the date of the resolution unless previously renewed, revoked or varied save that the Directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of any offer or agreement so to do made by the Company before the expiry of this authority.



*L. J. Jones*  
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Secretary