No.: 4992207

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COMPANIES HOUSE

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTIONS OF GROUP 4 SECURICOR PLC

Passed 31 May 2007

At the ANNUAL GENERAL MEETING of the above-named company, duly convened, and held at Ironmongers' Hall, Barbican, London EC2Y 8AA on 31 May 2007, the following Resolutions were duly passed

As an ORDINARY RESOLUTION

"That the directors be and are hereby generally and unconditionally authorised in accordance with section 80 of the Companies Act 1985 ("the Act") to exercise all the powers of the Company to allot relevant securities (as defined in section 80(2) of the Act) up to an aggregate nominal amount of £105,500,000 provided that the authority hereby given shall expire on 1 May 2012, save that the Company shall be entitled to make offers or agreements before the expiry of such authority which would or might require relevant securities to be allotted after such expiry and the directors shall be entitled to allot relevant securities pursuant to any such offer or agreement as if this authority had not expired, and all unexpired authorities previously granted to the directors to allot relevant securities be and are hereby revoked."

As SPECIAL RESOLUTIONS

"That the directors be and are hereby granted, pursuant to section 95 of the Act, power to allot equity securities (as defined in section 94(2) of the Act) for cash as if section 89(1) of the Act did not apply to such allotment, provided that this power shall be limited to

(i) the allotment of equity securities in connection with a rights issue, open offer or other offer of securities in favour of the holders of ordinary shares on the register of members at such record dates as the directors may determine where the equity securities respectively attributable to the interests of the ordinary shareholders are proportionate (as nearly as may be) to the respective numbers of ordinary shares held or deemed to be held by them on any such record date, subject to such exclusions or other arrangements as the directors may deem necessary or expedient to deal with treasury shares, fractional entitlements or legal or practical problems arising under the laws of any overseas territory or the requirements of any regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter whatever, and

(ii) the allotment (otherwise than pursuant to sub-paragraph (i) above) to any person or persons of equity securities up to an aggregate nominal value of £15,995,000

and shall expire on 1 May 2012 save that the company shall be entitled to make offers or agreements before the expiry of such power which would or might require equity securities to be allotted after such expiry and the directors shall be entitled to allot equity securities pursuant to any such offer or agreement as if the power conferred hereby had not expired "

"That the company be generally and unconditionally authorised to make market purchases (within the meaning of Section 163(3) of the Act) of ordinary shares of 25p each in the capital of the company provided that

(i) the maximum number of shares which may be purchased is 128,000,000,

(ii) the minimum price which may be paid for each share is 25p,

(iii) the maximum price which may be paid for each share is an amount equal to 105% of the average of the middle market quotations for an ordinary share in the company as derived from The London Stock Exchange Daily Official List for the five business days immediately preceding the day on which such share is contracted to be purchased, and

(iv) this authority shall expire at the conclusion of the Annual General Meeting of the company to be held in 2008 (except in relation to the purchase of shares the contract for which was entered into before the expiry of this authority and which might be executed wholly or partly after such expiry) "

Secretary

No.: 4992207

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

RESOLUTION OF GROUP 4 SECURICOR PLC

Passed 31 May 2007

At the ANNUAL GENERAL MEETING of the above-named company, duly convened, and held at Ironmongers' Hall, Barbican, London EC2Y 8AA on 31 May 2007, the following Resolution was duly passed

As a SPECIAL RESOLUTION

"That the name [redacted] Company be changed to [redacted]

INFORMATION ONLY"
RESOLUTION PROCESSED

Secretary