

GROUP 4 SECURICOR LIMITED (THE "COMPANY")

(COMPANY NUMBER 4992207)

WRITTEN RESOLUTIONS

OF PEREGRINE SECRETARIAL SERVICES LIMITED

THE SOLE MEMBER OF THE COMPANY

IN LIEU OF A GENERAL MEETING

PASSED ON 6 May 2004 AT 16:00

Peregrine Secretarial Services Limited, the sole member of the Company entitled to attend and vote at a general meeting, hereby RESOLVES THAT:-

- the new articles of association ~~annexed hereto~~ to be adopted in substitution for, and to the exclusion of, ~~all existing~~ articles of association of the Company;
- the authorised share capital of the company be increased from £100 to £50,000 by the creation of 49,900 ordinary shares of £1 each;
- immediately following the increase in share capital referred to above, 49,998 of the authorised but unissued ordinary shares of £1 each be re-designated and converted into 49,998 redeemable preference shares of £1 each;
- immediately following the re-designation of shares referred to above, each issued ordinary share of £1 each be sub-divided into 20 ordinary shares of 5p each; and
- notwithstanding any existing authority to allot relevant securities (as defined in section 80(2) of the Companies Act 1985 (the "Act")), the sole director or the directors (as the case may be) be generally and unconditionally authorised in accordance with 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 £49,998, provided that the authority hereby given shall expire on 30 June 2004 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 sole director or the directors (as the case may be) shall be entitled to allot relevant securities pursuant to any such offer or agreement as if this authority had not expired.

A. R. L. M. A.
For and on behalf of Peregrine Secretarial Services Limited
(Authorised Signatory)

