

CHASENET LIMITED

("The Company")

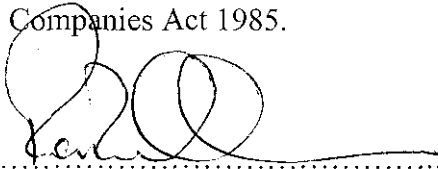
(No.2361833)

WRITTEN RESOLUTIONS

Of all the Shareholders of the above named Company entitled to receive notice of and attend at General Meetings of the Company passed as Special Resolutions pursuant to Section 381A Companies Act 1985 (as amended) and all other powers in that behalf such Resolutions being for all purposes as valid and binding as if the same had been passed at a General Meeting of the Company duly convened and held.

SPECIAL RESOLUTIONS

- 1 That the Company be authorised to purchase off market 47,500 "A" Ordinary Shares of £1 each ('the Shares') of the Company from G Pope for an aggregate price of £742,600 on the terms of the draft agreement, a copy of which is annexed to this resolution.
- 2 That subject to the preceding resolution being approved the consideration for the Shares shall be paid out of the distributable reserves of the Company.
- 3 That Graham Pope, being a directors shall nevertheless be entitled to vote on this resolution and the business as referred to in the agreement referred to in clause 1 of this resolution having regard to the provisions of section 320 Companies Act 1985.



20/9/02

R BUTCHER on behalf of the R BUTCHER Settlement

Date of Signature



20/9/02

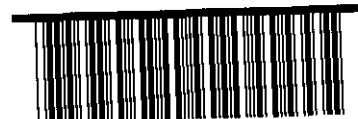
M CLARK on behalf of the R BUTCHER Settlement

Date of Signature

A MAYNARD on behalf of the G POPE Settlement

Date of Signature

I POPE on behalf of the G POPE Settlement



A39
COMPANIES HOUSE

0020
25/09/02

Lowton

RUSSELL LOWTON

20/9/02

Date of Signature

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Date of Signature

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M CLARK on behalf of the R BUTCHER Settlement

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Date of Signature

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A MAYNARD on behalf of the G POPE Settlement

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Date of Signature

X
I POPE on behalf of the G POPE Settlement

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Date of

20/9/02

15/09/02

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RUSSELL LOWTON

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Date of Signature

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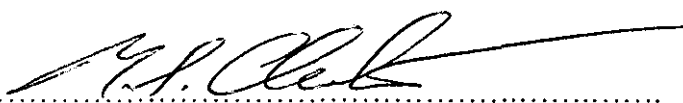
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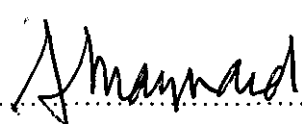
1. That the Company shall enter into the Sale and Purchase Agreement dated the date hereof and made between the Company and Graham Pope, who being a director shall nevertheless be entitled to vote on any resolution, and the business and assets as referred to in such Agreement having regard to section 320 Companies Act 1985.


..... 20/9/02

R BUTCHER on behalf of the R BUTCHER Settlement Date of Signature


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M CLARK on behalf of the R BUTCHER Settlement Date of Signature


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A MAYNARD on behalf of the G POPE Settlement Date of Signature

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