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Company No. 2089261

THE COMPANIES ACTS 1985 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

RESOLUTION OF
HAYMARKET GROUP LIMITED

The following Resolution was passed as a WRITTEN RESOLUTION of the Company:

SPECIAL RESOLUTION

That the terms of the Agreement to be entered into between (1) the Company and (2) David Baird Fraser in the form supplied to the members of the Company when this Resolution was supplied to them for signature be approved and the Company be and is hereby authorised to enter into the said Agreement on the terms thereof, and to purchase the ordinary shares of 1p each in the Company specified therein upon the terms set out therein.



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CHAIRMAN

Date 5 October, 2004

