

Company No: 04564594

The Companies Act 1985 (as amended)

Private Company Limited by Shares

NOTICE OF PASSING OF RESOLUTIONS

OF

MICROTEST MATRICES LIMITED
(the "Company")



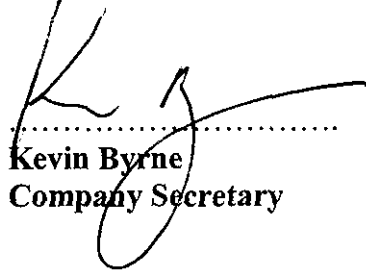
At an Extraordinary General Meeting held on 23 June 2005 of the Company at 14 Princes Gardens, South Kensington, London SW7 1NA at 2pm, the following resolutions were passed by members of the Company:

Ordinary Resolution

THAT the directors be, and they are hereby generally and unconditionally authorised, pursuant to Section 80 Companies Act 1985 (the "Act") to exercise all the powers of the Company to allot (as defined for the purposes of that section) relevant securities (within the meaning of Section 80 of the Act) up to a maximum nominal amount of £27.86. This authority shall supersede all previous such authorities and expire five years from the date of this resolution (unless previously renewed, revoked or varied by the Company in general meeting). The Company may, before this authority expires, make an offer or agreement, which would or might require relevant securities to be allotted after it expires.

Special Resolution

THAT the directors be given power pursuant to section 95 of the Act to allot equity securities (within the meaning of section 94 of that Act) for cash pursuant to the authority conferred by resolution 1 as if section 89(1) of the Act did not apply to the allotment provided that this power shall be limited to the allotment of equity securities having, in the case of relevant shares (as defined for the purposes of section 89 of the Act), a nominal amount or, in the case of other equity securities, giving the right to subscribe for or convert into relevant shares having a nominal amount, not exceeding in aggregate £27.86, shall supersede all previous such authorities and shall expire five years from the date of this resolution except that the Company may before the expiry of this authority make an offer or agreement which would or might require equity securities to be allotted after it expires and the directors may allot equity securities in pursuance of such an offer or agreement notwithstanding that the authority has expired.



Kevin Byrne
Company Secretary