

Company No. 4980247

THE COMPANIES ACTS 1985 TO 1989

Intermodal Resource plc

A public company limited by shares

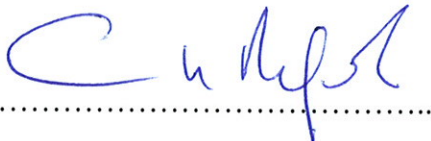
ORDINARY RESOLUTION

Passed 2 August 2005

At an Extraordinary General Meeting of the Company duly convened and held at 8 Fenlock Court, Lower Road, Long Hanborough, Oxfordshire OX29 8LN, on 2 August 2005 the following resolution was passed as an Ordinary Resolution of the Company:-

ORDINARY RESOLUTION

THAT the Directors be and are hereby generally and unconditionally authorised for the purposes of section 80 of the Companies Act 1985 ("the Act"), to exercise 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 882,852, such authority, unless previously revoked or varied by the Company in a general meeting, to expire at the conclusion of the Annual General Meeting of the Company next following the date on which this resolution is passed, save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired. This authority shall replace all existing authorities conferred on the Directors in respect of the allotment of relevant securities to the extent the same have not previously been utilised.



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Chairman