



NOTICE OF MEETING

NOTICE AND AGENDA OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the shareholders will be held at 10am on 25 March 2004 at Pera Innovation Park, Nottingham Road, Melton Mowbray, Leicestershire, LE13 0PB for the purpose of considering and, if thought fit, passing the following resolutions as to resolutions 1-3 as Ordinary Resolutions and as to resolution 4 as a Special Resolution.

ORDINARY RESOLUTIONS

1. To receive and adopt the financial statements for the year ended 30 September 2003 together with the reports of the directors and auditors thereon.
2. To re-elect as a director N D Fox who retires by rotation and offers himself for re-election.
3. To re-appoint Deloitte & Touche LLP as auditors and to authorise the directors to fix their remuneration.

SPECIAL RESOLUTION

4. To authorise and empower the directors, pursuant to Section 95 of the Companies Act 1985 ('the Act'), to allot equity securities (as defined in Section 94(2) of the Act) pursuant to the authority conferred by the Extraordinary General Meeting held on 22 April 2002 as if Section 89(1) of the Act did not apply to any such allotment, provided that such power shall be limited to the allotment of equity securities for cash up to an aggregate nominal amount being five percent of the Company's issued share capital as shown by the latest published annual accounts of the Company and shall expire on the date which is fifteen months after the date on which this resolution is passed or, if earlier, at the conclusion of the next annual general meeting of the Company, save that the directors be entitled to make at any time prior to the expiry of the power hereby conferred any offer or agreement which would or might require securities to be allotted after expiry.

By order of the board

L J George
Company Secretary

Registered Office:
Pera Innovation Park
Nottingham Road
Melton Mowbray
Leicestershire LE13 0PB

Notes:

1. A member entitled to attend and vote at this meeting is entitled to appoint one or more proxies to attend and vote on his or her behalf. A proxy need not be a member of the Company.
2. Completion and return of a form of proxy does not preclude a member from attending and voting at the meeting in person should he or she so wish.
3. A form of proxy is enclosed and to be valid must be completed and returned so as to reach the Registrar of the Company, Capita Registrars, The Registry, PO Box 25, 34 Beckenham Road, Beckenham, Kent, BR3 4BR, together with a letter or power of attorney or other written authority, if any, under which it is signed or a notarially certified or office copy of such power (written authority) not less than forty eight hours before the time fixed for holding the meeting or any adjournment thereof.
4. Copies of the directors' service contracts will be available for inspection at the Registered Office of the Company during normal business hours.