

THE HONG KONG AND SHANGHAI BANKING CORPORATION
LIMITED
26th January 1990

At an EXTRAORDINARY GENERAL MEETING of the above named Company,
duly convened and held at The Lodge, Robinson Road, Singapore,
on 26th January 1990 the following Resolution was duly
passed as a SPECIAL RESOLUTION of the Company:-

SPECIAL RESOLUTION

"That it is in the best interests of and to the commercial
benefit of the Company in view of the group relationship
between the Company and Babcock Energy Limited and the
interests of the Company and the Babcock Group as a whole (1)
to enter into an Advance Payment Bond Facility Agreement to be
made between The Hong Kong and Shanghai Banking Corporation
Limited as Agent (1) Babcock Energy Limited (2) Babcock
International Group PLC, Babcock International plc, and Babcock
International Holdings Limited (3) and The Hong Kong and
Shanghai Banking Corporation Limited and Soci t  Generale ("the
Banks") (4) ("the Advance Payment Bond Facility Agreement") and
to guarantee the due performance of the obligations of Babcock
Energy Limited under the Advance Payment Bond Facility
Agreement and that accordingly the Directors of the Company be
and they are hereby authorised and instructed to procure the

2 3 0 0 3 0

execution and delivery by the Company of the Advance Payment
Bond Facility Agreement in such form as shall be approved by
the Directors of the Company and (ii) to enter into an
Amendment Letter amending, inter alia, Clause 13.3 of the
Performance Bond Facility Agreement dated 19th December 1989
between Barclays Bank PLC (1) Babcock Energy Limited (2)
Babcock International Group PLC, Babcock International plc,
Babcock International Holdings Limited and Babcock Contractors
Limited (3) and others (4) in such form as shall be approved by
the Directors of the Company."

.....
Chairman

NOTICE OF ILLEGIBLE DOCUMENT ON THE MICROFICHE RECORD

Companies House regrets that the microfiche record for this company, contain some documents, which are illegible.

The poor quality has been noted, but unfortunately steps taken to improve them were unsuccessful.

Companies House would like to apologise for any inconvenience this may cause