

Company number 93416

The Companies Act 1985

COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

of

I P CLARKE & CO. LIMITED

(Pursuant to Section 378 of the Companies Act 1985)
Passed on Wednesday 28 May 1997

AT AN EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened and held at 28 Savile Row, London W1X 2DD on Wednesday 28 May 1997 the following SPECIAL RESOLUTION was duly passed vis:

SPECIAL RESOLUTION

That the payment of £50,000,000 out of capital of the Company as defined in Sections 171 and 172 of the Companies Act 1985 in respect of the redemption of 50,000,000 cumulative redeemable preference shares of £0.0002 each under Section 162 of the said Act from Deutsche Bank AG be and is hereby authorised.

X 

S. Dow, Director

j/compsec/cos/ipclark/cpsmay97

