

No. of Certificate 130,805

16

"THE COMPANIES ACTS, 1908 to 1917."

COMPANY LIMITED BY SHARES.



(COPY)

Special Resolution

(Pursuant to The Companies (Consolidation) Act, 1908, Section 69)

OF

27689

4 FEB 1920

JOHN W. PRATT, LIMITED.

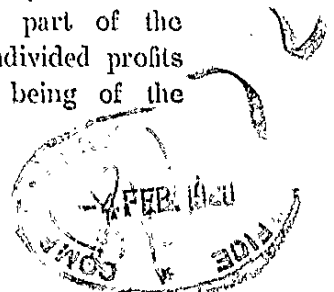
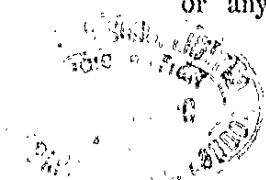
Passed 7th January, 1920.

Confirmed 22nd January, 1920.

At an EXTRAORDINARY GENERAL MEETING of the Members of the above-named Company, duly convened, and held at 1 Dean Road, South Shields, on the 7th day of January, 1920, the following SPECIAL RESOLUTION was duly passed; and at a subsequent EXTRAORDINARY GENERAL MEETING of the Members of the said Company, also duly convened, and held at the same place on the 22nd day of January, 1920, the following SPECIAL RESOLUTION was duly confirmed:—

"That the Articles of Association be altered by inserting immediately after Clause 117 a new Clause, to be numbered 117A, as follows:—

117A. (1) The Company in General Meeting may from time to time, when no Dividend on the Preference Shares is in arrear, by Resolution authorise and direct the capitalisation of some part of the Reserve Fund or the whole or any part of the undivided profits or any other accumulated profits for the time being of the



Company, in consideration of the issue to the Holders of the Ordinary Shares of Shares of the Company of equivalent nominal amount, credited as fully paid, such Shares to be distributed among the Holders of the Ordinary Shares in accordance with their rights and interests in the profits of the Company, and any such Resolution shall be duly given effect to by the Directors. Where any difficulty arises as to the distribution of the Shares the Directors may (subject to the terms of any such Resolution) settle the same as they may think expedient, whether by the issue of fractional Certificates, or by payment in cash, or by the sale of Shares and distribution of the proceeds, or in any other manner that they may think expedient for adjusting the rights of all parties.

- (2) The Directors may authorise any person on behalf of the Holders of such Ordinary Shares to enter into an agreement with the Company providing for the allotment to them of such Shares, credited as fully paid up and in satisfaction as aforesaid, and any Agreement made under such authority shall be effective.
- (3) It shall be no objection to any Resolution passed under Paragraph (1) of this Article that the same is passed at the Meeting at which the Resolution introducing this Article into the Articles of Association is confirmed as a Special Resolution, provided that due notice of the intention to propose such Resolutions shall have been given prior to the Confirmatory Meeting aforesaid."

Albert Crowell

Secretary.

Filed with the Registry of Companies
on the 4th day of February 1920.