

No. of Company 197063/66

*112*  
The Companies Acts 1948-1981

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION of

E. TURNBULL & SON LIMITED

At an EXTRAORDINARY GENERAL MEETING of the members of the above named Company duly convened and held at the Registered Office Albion Road, North Shields in the County of Tyne and Wear on the 6th day of December, 1985 the following Resolution was duly passed as a Special Resolution

That the Articles of Association be amended by the insertion after Article 15(8) of the following Article:-

- (9) Subject to the provisions of Part III of the Companies Act 1981 the Company may :-
- (a) issue shares which are to be redeemed or liable to be redeemed at the option of the Company or the Shareholder.
  - (b) purchase its own shares (including any redeemable shares).
  - (c) make a payment in respect of the redemption or purchase, under Section 45 or (as the case may be) Section 46 of the Companies Act 1981 and the relevant power (a) or (b) above, of any of its own shares otherwise than out of distributable profits of the Company or the proceeds of a fresh issue of shares to the extent permitted by Section 54 of the Companies Act 1981.

Chairman.

