

THE COMPANIES ACT 1985

ORDINARY RESOLUTIONS

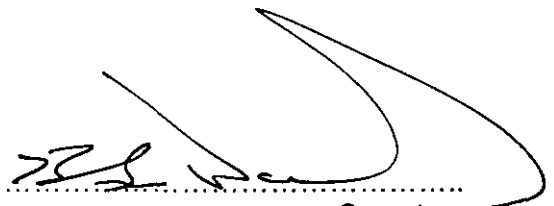
OF

**SENIOR HARGREAVES LIMITED
(formerly SENIOR CONSTRUCTION SERVICES LIMITED)**

At an Extraordinary General Meeting of the above Company duly convened and held at Lord Street, Bury, Lancashire BL9 0RG on 19 December 2001 the Resolutions set out below were duly passed as Ordinary Resolutions:

ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be increased to £5,000,000 by the creation of 2,500,000 ordinary shares of £1 each ranking *pari passu* in all respects with the ordinary shares in the capital of the Company in issue on the date of passing of this resolution.
2. THAT with effect from the time of the passing of this resolution the directors be unconditionally authorised, pursuant to Section 80 of the Companies Act 1985, to allot relevant securities (as defined in that Act) up to a maximum of £4,000,000 in accordance with the Articles of Association of the Company at any time or times during the period of five years from the date hereof and at any time thereafter pursuant to any offer or agreement made by the Company before the expiry of this authority.


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Secretary

