

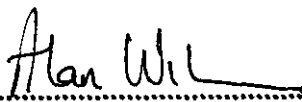
THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
CLUGSTON GROUP LIMITED
(Passed on Thursday 5 July 2001)

At the **ANNUAL GENERAL MEETING** of the above named Company duly convened and held at St. Vincent House, Normanby Road, Scunthorpe, North Lincolnshire on Thursday 5 July 2001, the following Resolution, having been referred to in the Notice convening the Meeting as an item of Special Business to be considered as a Special Resolution, was passed as a **SPECIAL RESOLUTION**.

RESOLUTION

"That the directors of the Company be and they are hereby empowered (pursuant to Section 95 of the Companies Act 1985) to exercise the authority conferred on them by ordinary resolution generally to allot equity securities (as defined in Section 94(2) of the Companies Act 1985) of the Company as if Section 89(1) of that Act did not apply thereto, provided that this power shall expire at the end of the Annual General Meeting in 2002, save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry, and the directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired".

The above **RESOLUTION** is certified as being a true copy of the Resolution passed at the Annual General Meeting of the Company held on Thursday 5 July 2001.


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ALAN WILSON
Secretary

PRESENTED BY:-

Mr A Wilson
Company Secretary
Clugston Group Limited
St Vincent House
Normanby Road
SCUNTHORPE
North Lincolnshire
DN15 8QT

