

Company No: 406925

Hicking Pentecost PLC

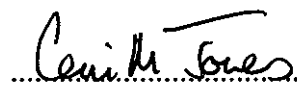
RESOLUTION

The following Resolution was passed
at a meeting of directors held at
19 Stanwell Road, Penarth
on 4 June 1996

Admission to Crest

Pursuant to Regulation 16(2) of the Uncertified Securities Regulations 1995 ("the Regulations"), **IT WAS RESOLVED** that:

- a) title to the ordinary shares of 50p each in the capital of the Company (the "Shares"), in issue or to be issued, may be transferred by means of a relevant system (as defined in the Regulations);
- b) such relevant system shall include the relevant system of which CRESTCo Limited is to be the Operator (as defined in the Regulations);
- c) the Shares shall not include any shares referred to in Regulation 17; and
- d) this resolution ("the Resolution") shall become effective immediately prior to CRESTCo Limited granting permission for the Shares to be transferred by means of the CREST system.


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C M Jones
Secretary

