

## Resolutions of Archital Luxfer Limited

Registered in England and Wales number 440059

Passed 28 October 1999

At an extraordinary general meeting of the above company held at 6 St James's Square, London SW1Y 4LD on 28 October 1999, the following resolutions were passed: no. 1 as a special resolution, nos. 2, 3 and 4 as ordinary resolutions and no. 5 as an extraordinary resolution:

"1 That the company be wound up voluntarily.

"2 That Julia Elizabeth Branson and Adrian Richard Stanway of PricewaterhouseCoopers, 9 Greyfriars Road, Reading, Berkshire RG1 1JG be and are hereby appointed joint liquidators of the company for the purpose of its voluntary winding-up.

"3 That anything required or authorised to be done by the joint liquidators be done by both or either of them.

"4 That the liquidators' remuneration shall be fixed by reference to the time properly given by the liquidators and their staff in attending to matters arising in the winding up, including those falling outside their statutory duties undertaken at the request of members, provided that such remuneration shall not exceed £1,000 plus disbursements plus VAT.

"5 That, in accordance with the provisions of the company's articles of association, the liquidators be authorised:

- (a) to divide among the company's members in specie the whole or any part of the company's assets;
- (b) to value any such assets and determine how the division shall be carried out as among the members or different classes of members; and
- (c) to vest the whole or any part of the assets in trustees upon such trust for the benefit of the company's members as the liquidators shall determine;

but no members shall be compelled to accept any assets upon which there is a liability."

28 October 1999



B G Gale  
Chairman

