

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

G W & R SHELTON LIMITED

[registered number 508854]

NOTICE OF RESOLUTION PASSED

At an extraordinary general meeting duly convened and held at Cobb's Lane, Wollaston, Northants, NN29 7SW on Thursday, 27 March 1997 the following resolution was duly passed as a special resolution:

1. Special Resolution

That the arrangement whereby the Company would sell to R Griggs Group Limited 3,700 ordinary shares of £1 each in the capital of Wollaston Vulcanizing Company Limited for book value be and is hereby approved.

.....
Secretary

