

710603

Tilbury (City) Ltd
Minutes Of The Extraordinary General Meeting
Of The Company Held At The Registered Office
On The 22nd April 1998.

Present: Mr M S Lee (In the chair representing Tilbury Douglas Plc)
Mr M C Bottjer
Mr L Richardson

NOTICE

1. The notice convening the meeting was taken as read.

ORDINARY RESOLUTION

2. That the directors be and they are hereby generally and unconditionally authorised pursuant to s.80 of the Companies Act 1985 to exercise any power of the company to allot and grant rights to subscribe for or to convert securities into shares of the company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire five years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the company before the expiry of this authority.

SPECIAL RESOLUTION

3. That in accordance with s.95 of the Companies Act 1985, s.89(1) of that Act shall not apply to the allotment of equity securities pursuant to the general authority given for the purposes of s.80 of that Act and the directors may allot, grant options over or otherwise dispose of such shares to such persons, on such terms and in such manner as they see fit for as long as this resolution shall have effect.

THE ORDINARY & SPECIAL RESOLUTIONS WERE RECORDED & PASSED.



COMPANY SECRETARY.

CERTIFIED AS A TRUE EXTRACT.

