

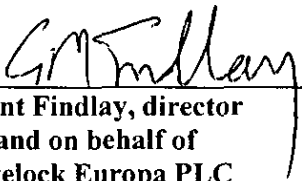
COMPANIES ACT 1985
HAVELOCK EUROPA PLC
(Registered No. 0782546)

Notice is hereby given that on 17 June 2009 the following resolution was passed by the members of Havelock Europa PLC (the "Company") by way of a special resolution:

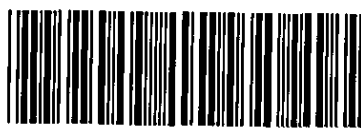
SPECIAL RESOLUTION

That the Company be and is generally and unconditionally authorised for the purposes of section 166 of the Companies Act 1985 (the "Act") to make one or more market purchases (within the meaning of section 163(3) of the Act) on the London Stock Exchange of Ordinary Shares of 10 pence each in the capital of the Company ("Ordinary Shares") provided that:

- (a) the maximum aggregate number of Ordinary Shares authorised to be purchased is 3,853,205 (representing 10 per cent of the Company's issued ordinary share capital);
- (b) the minimum price which may be paid for such shares is 10 pence per share;
- (c) the maximum price which may be paid for an Ordinary Share shall not be more than the higher of :
 - I. 5 per cent above the average of the middle market quotations for an Ordinary Share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the date on which the Ordinary Share is purchased, and
 - II. the higher of the price of the last independent trade and the highest current independent bid on the trading venue where the purchase is carried out;
- (d) unless previously renewed, varied or revoked, the authority conferred shall expire at the conclusion of the Company's next Annual General Meeting or 18 months from the date of passing this resolution, if earlier;
- (e) the Company may make a contract or contracts to purchase Ordinary Shares under the authority conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority and may make a purchase of Ordinary Shares in pursuance of any such contract or contracts; and
- f) Any Ordinary Share so purchased shall be cancelled or, if the Directors so determine and subject to the provisions of any applicable laws or regulations, held as treasury shares.


Grant Findlay, director
for and on behalf of
Havelock Europa PLC

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