SEYMOUR SHIPPING LIMITED

NOTICE IS HEREBY GIVEN that an Ordinary General Meeting of the above named Company will be held at Caparo House, Birchills, Walsall, on 31 January 1997 at 11.00 a.m. to consider and, if thought fit, pass the following Special Resolution.

SPECIAL RESOLUTION

The accounts of the company for the financial year ending 31 December 1995 having been sent out in accordance with Section 238 of the Companies Act 1985, and the company, having been dormant since the end of that year, resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors.

Dated 10 January 1997

By Order of the Board

Secretary

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SEYMOUR SHIPPING LIMITED

MINUTES of an Ordinary General Meeting of the Members of the Company held at Caparo House, Birchills, Walsall, on 31 January 1997.

PRESENT:

Ambar Paul

Chairman

Angad Paul C G Steele

- 1. The Chairman reported that a quorum was present and IT WAS RESOLVED that the Notice convening the Meeting be taken as read. It was noted that the Chairman represents Caparo Group Ltd. who hold the entire issued share capital of the company.
- 2. The Chairman proposed and C G Steele seconded the following Resolution as a Special Resolution:-

The accounts of the company for the financial year ending 31 December 1995 having been sent out in accordance with Section 238 of the Companies Act 1985, and the company, having been dormant since the end of that year, resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors.

The Chairman put the Resolution to the vote and declared the same to have been passed unanimously as a Special Resolution.

Chairman