



## COAL PRODUCTS LIMITED

Company No: 1102042

Minutes of a Meeting of the Board of Directors held at  
Wingerworth Offices, Mill Lane, Wingerworth, Chesterfield  
on 21st day of June 1995 at 10 am/pm

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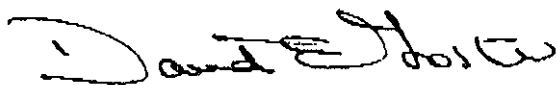
Present: Mr D E Foster                      Mr W F Clarke  
          Mr K Broom                      Mr S Smith  
          Mr B Williams

In attendance:

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1. On being satisfied that Notice of this Meeting of the Directors had been given in accordance with the Articles of Association of the Company and noting that a quorum of Directors was present the Chairman opened the Meeting.
2. There was produced to the Meeting a Notice convening an Extraordinary General Meeting to pass a Special Resolution to reduce the share capital of the Company from £80,000,000 divided into 80,000,000 Ordinary Shares of £1 each to £47,134,217 divided into 47,134,217 Ordinary Shares of £1 each by cancelling and extinguishing 32,865,783 of the Ordinary Shares of £1 each in issue.
3. After consideration IT WAS RESOLVED that:
  - (i) the Notice of Extraordinary General Meeting be and it is hereby approved and that subject to the Members of the Company signing a Form of Consent to the holding of the Meeting on short notice the Extraordinary General Meeting be held immediately following the conclusion of this meeting;
  - (ii) subject to the above mentioned special resolution being passed the Company take such steps as are necessary or desirable to effect the proposed reduction of share capital and that any one Director of the Company be appointed a Committee of the Board with full authority to do all such acts and things and execute such deeds and documents of any nature whatsoever necessary or desirable in order to effect the proposed reduction of share capital;
  - (iii) the Chairman or any Director be authorised to make an affidavit with respect to the proper holding of the EGM and Keith Broom be authorised to make an affidavit with respect to the Company's financial affairs in support of the Company's application to the Court to reduce its share capital, the affidavits to be in such form as the Chairman and Keith Broom may respectively agree.

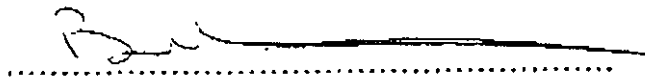
4. There being no further business the Meeting was closed.

  
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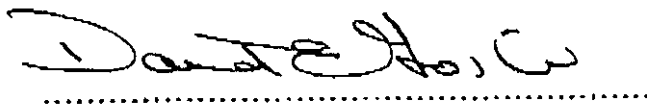
Chairman

**COAL PRODUCTS LIMITED**  
**CONSENT TO SHORT NOTICE**

We, being all of the members of the Company having the right to attend and vote at the meeting convened by the above notice, hereby consent to the meeting being held and to the resolution, which is set out in the Notice of Extraordinary General Meeting attached hereto, being proposed and passed thereat as a special resolution notwithstanding that less than the requisite notice shall have been given.



For and on behalf of Coal Products Holdings Limited



For and on behalf of David Foster

Dated 21st June 1995

COAL PRODUCTS LIMITED

Company No: 1102042

Minutes of an Extraordinary General Meeting of the  
Company held at Wingerworth Offices, Mill Lane, Wingerworth,  
Chesterfield on the 21st day of June 1995 at 1.30pm

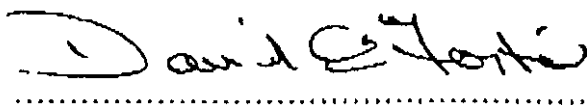
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Present: Mr D E Foster

Mr B A Williams

In attendance:

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1. A quorum of Members of the Company being present, the Chairman declared the meeting open.
  2. The Chairman reported that the Members had consented to the meeting being held at short notice.
  3. With the consent of the Members present the Notice convening the meeting was taken as read.
  4. The Chairman proposed the resolution set out in the Notice convening the meeting as a special resolution and the resolution was then carried.
  5. There being no further business the meeting was concluded.



Chairman

## **SPECIAL RESOLUTION**

THAT the share capital of the Company be reduced from £80,000,000 to £47,134,217 divided into 47,134,217 Ordinary Shares of £1 each and that such reduction be effected by cancelling and extinguishing 32,865,783 of the Ordinary Shares of £1 each in issue.