

No. 1504423

**THE COMPANIES ACT 1985**

**COMPANY LIMITED BY SHARES**

**RESOLUTION**

of

**BEAZER GROUP Plc**

**(Company Number: 1504423)**

**(Passed 11 November 1998)**

At the ANNUAL GENERAL MEETING of the above-named Company, duly convened and held at the Assembly Rooms, Bath on 11 November 1998 at 2.30.pm the following resolution was passed as a Special Resolution.

**SPECIAL RESOLUTION**

"That the directors be and are hereby generally and unconditionally authorised pursuant to and in accordance with section 80 of the Companies Act 1985 ("the Act") to exercise all the powers of the company to allot relevant securities (within the meaning of that section) of the company up to an aggregate nominal amount of £13,559,326 prior to 10 November 2003 but so as to enable the company before such date to make offers or agreements which would or might require relevant securities to be allotted after such date and to enable the directors to allot relevant securities in pursuance of such offers or agreements as if the authority conferred thereby had not expired such authority to be in substitution for all existing authorities granted to the directors in respect of the allotment of relevant securities

  
.....  
Chairman

