

Company No. 1607454

The Companies Act 1985

COMPANY LIMITED BY GUARANTEE

SPECIAL RESOLUTIONS

- of -

THE WORLD PROFESSIONAL BILLIARDS AND SNOOKER ASSOCIATION
LIMITED

(Passed 1st March, 1989)

AT AN EXTRAORDINARY GENERAL MEETING of the Members of the Company duly convened and held at The Crest Hotel, Pasture Hill, Littleover, Derby on Wednesday 1st March 1989 the following RESOLUTIONS were duly passed as SPECIAL RESOLUTIONS:-

1. "THAT the number of Voting Members be increased and to give effect to such proposal the following amendment is made to the Constitution:

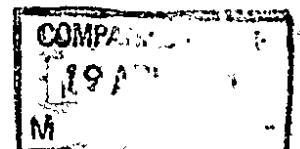
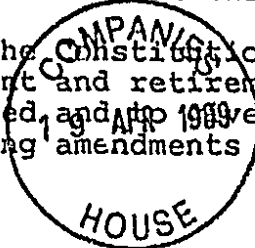
(i) Regulation 3.3 be deleted and replaced by:

3.3 A member shall be a Voting Member if:

Either (a) he is or becomes at any time after 2nd March 1989 one of the first forty Members named in the Ranking List provided he shall cease to be a Voting Member if he ceases to be amongst the first forty members named in the Ranking List in accordance with these Regulations in two consecutive years;

or (b) he is a Director of the Company who does not qualify as a Voting Member under sub-regulation (a) above providing that he shall cease to be a Voting Member under this sub-regulation if he ceases to be a Director of the Company."

2. "THAT provisions in the Constitution which apply to the nomination, appointment and retirement by rotation of directors be simplified, and to give effect to such proposals the following amendments are made to the Constitution:-



(i) The definition of "the Council" in Regulation 1.1 be deleted and replaced by:
"The Council" means the Board of Directors of the Company or a duly constituted Committee of the Directors

(ii) Regulation 29 be deleted and replaced by:

29. The maximum number of Directors shall be 10 and the minimum number shall be 5. At the date of adoption of this Regulation the Directors of the Company (together with their most recent date of election) are as follows:

John Virgo	01-06-87
Gordon Ingham	17-01-89
Ray Reardon	06-05-86
John Spencer	01-06-87
David Taylor	17-01-87
Ian Doyle	17-01-89
Mark Wildman	06-05-86
Ray Edmonds	17-01-89
Howard Kruger	17-01-89
Bill Oliver	17-01-89

(iii) Regulation 47 be deleted and replaced by:

47. No person other than a Director retiring at the Meeting shall, unless recommended by the Council, be eligible for election to the office of Director at any General Meeting unless there shall have been left at the Registered Office of the Company written notice signed by any two members of the Company proposing such person for election and also written notice signed by that person of his willingness to stand for election. Any such notice shall be left at the Registered Office of the Company:

(a) if the election is to take place at an Annual General Meeting, on or before 30th June for the following Annual General Meeting;

(b) if the election is to take place at an Extraordinary General Meeting, on or before the date being two months before the date of the Extraordinary General Meeting.

(iv) The NOTE immediately following Resolution 51 be deleted and the rotation of directors shall be governed by Regulation 43".

3. "THAT provisions in the Constitution which no longer apply be deleted and such consequential amendments as may be necessary following the adoption of the previous resolutions be made and to give effect to such proposals the following amendments are made to the Constitution :-
- (i) The following sub-regulations be deleted:
Regulation 4.1 (A) - (F) inclusive and 4.2
 - (ii) In Regulation 4.3.2(C) delete "(and in 1986 in accordance with Regulation 4.1(E) in respect of 1984/85)"
 - (iii) In Regulation 4.4.1 delete "in 1985/86 season and in the following seasons".
 - (iv) In Regulation 4.4.2 delete "in 1986 and in the following years".
 - (v) In Regulation 4.5.1 delete "in the 1985/86 season and in the following seasons".
 - (vi) In Regulation 4.6.1 delete "in the 1985/86 season and in the following seasons".
 - (vii) In Regulation 4.7.1 delete "in the 1985/86 season and in the following seasons".
 - (viii) All references to the Companies Act 1948 and to section numbers of that Act be replaced with references to the Companies Act 1985 and to the equivalent section numbers of that Act.
 - (ix) The Regulations and sub-regulations of the Constitution be renumbered and/or relettered as appropriate to give effect to the resolutions passed at this Meeting so that such Regulations and sub-regulations are numbered and lettered consecutively and crossed-references are suitably amended."
 - (x) In Regulation 4.3 delete "in place of Regulation 4.1 with effect."

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CHAIRMAN.

