

**THE COMPANIES ACTS 1985 AND 1989**

**COMPANY LIMITED BY SHARES**

**WRITTEN RESOLUTION**

**OF**

**ARTEB PRINTING LIMITED (company")**



In accordance with section 381A of the Companies Act 1985, we, being all the members of the Company who, at the date of this written resolution, are entitled to receive notice of and to attend and vote at general meetings of the Company hereby pass the following resolutions:

THAT the Articles of Association of the Company be amended to include a new Article in the form attached to this written resolution and such amended Articles be adopted as the new Articles of Association of the Company.

**"21 PURCHASE OF OWN SHARES**

The Company may, subject always to the provisions of the Companies Act 1985 and other applicable law, redeem or purchase, and may enter into any contract for the purchase of, all or any of its shares of any class (including any redeemable shares), and may enter into any contract under which it may, subject to any conditions, become entitled or obliged to purchase all or any of such shares and may make payments in respect of the redemption or purchase of such shares otherwise than out of distributable profits or the proceeds of a fresh issue of shares. Every redemption, purchase or contract entered into pursuant to this article shall be authorised by such resolution of the Company as may for the time being be required by law but, subject to such resolution, the directors shall have full power to determine or approve the terms of any such redemption, purchase or contract. Neither the Company nor the directors shall be required to select the shares in question rateably or in any other particular manner as between the holders of shares of the same class or as between them and the holders of shares of any other class in accordance with the rights as to dividend or capital conferred by any class of shares. Subject to the provisions of the Companies Act 1985, the Company may agree to the variation of any contract entered into pursuant to this article and to release any of its rights or obligations under any such contract. Notwithstanding anything to the contrary contained in these articles, the rights attaching to any class of shares shall not be deemed to be

varied by anything done by the Company pursuant to this Article. Regulation 35 shall not apply to the Company."

Signed by Peter Parisi

*P. Parisi*

Signed by Hilda Parisi

*Hilda Parisi*

Signed by Brian Fairhurst

*Brian W. Fairhurst*

Signed by Angela Fairhurst

*Angela Fairhurst*

Dated

*31-10-03*