

KENWOOD

KENWOOD APPLIANCES plc

Annual General Meeting held at New Lane, Havant, Hampshire PO9 2NH
on Friday, 26th March 1993 at 12.30 p.m.

AS SPECIAL BUSINESS

4. To consider and, if thought fit, pass the following resolution as Special Resolution :

"That (subject to the passing of Ordinary Resolution 3 above) the Directors be and they are hereby generally empowered pursuant to Section 95 of the Companies Act 1985 (the "Act") to allot equity securities (within the meaning of Section 94(2) of the Act) pursuant of the authority conferred by Ordinary Resolution 3 above as if Section 89(1) of the Act did not apply to any such allotment Provided that this power shall be limited to :

- (a) allotments of equity securities where such securities have been offered (whether by way of a rights issue, open offer or otherwise) to holders of ordinary shares in the capital of the Company made in proportion (as nearly as may be) to their existing holdings of ordinary shares but subject to the Directors having a right to make such exclusions or other arrangements in connection with the offering as they deem necessary or expedient:
 - (i) to deal with equity securities representing fractional entitlements; and
 - (ii) to deal with legal or practical problems under the laws of or the requirements of any recognised regulatory body or any stock exchange in any territory; and
- (b) allotments of equity securities for cash otherwise than pursuant to paragraph (a) above up to an aggregate nominal amount of £183,409

and shall expire at the earlier of 25th June 1994 or the conclusion of the Annual General Meeting of the Company to be held in 1994 save the Company may before such expiry make offers or agreements which would or might require equity securities to be allotted after such expiry, and the Directors may allot equity securities in pursuance of such offers or agreements as if the power conferred hereby had not expired".