

Company No. 2939493

THE COMPANIES ACT 1985

A COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

W & F C BONHAM & SONS LIMITED

Passed on 17th October 1995

At an Extraordinary General Meeting of the above Company duly convened and held at Montpelier Galleries, Montpelier Street, Knightsbridge, London SW7 1HH on 17th October 1995 the following resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

"THAT the terms of the Contracts proposed to be made between (1) the Company and (2) the Members holding 14920 'A' Ordinary shares of £0.05 each in the capital of the Company ('the Vendors') for the purchase by the Company of the said shares in accordance with the provisions of its Articles of Association and the Companies Act 1985, which terms are set out in the copy of the proposed Contracts produced to this Meeting and for the purpose of identification initialled by the Chairman hereof, be and are hereby approved and authorised."


G C Hoyer Millar
CHAIRMAN

