

3136325

This is a certified copy of the Special Resolution passed by the Air Conditioning and Refrigeration Industry Ltd Board of Directors at a meeting held on 21<sup>st</sup> April 1998.

That the Articles of Association of the Company be altered by adding the British Frozen Food Federation to column one of Article 10e and the figure 1 be added to column two of Article 10e.

  
M.J. Horlick  
Company Secretary



## APPOINTMENT OF DIRECTORS

10. (a) Clause 64 in Table A shall not apply to the Company.

(b) The maximum number and minimum number respectively of the Directors may be determined from time to time by Ordinary Resolution in General Meeting of the Company. Subject to and in default of any such determination there shall be no maximum number of Directors and the minimum number of Directors shall be one. Whensoever the minimum number of the Directors shall be one, a sole Director shall have authority to exercise all the powers and discretions by Table A and by these Articles expressed to be vested in the Directors generally, and Clause 89 in Table A shall be modified accordingly.

(c) The Directors shall not be required to retire by rotation and Clauses 73 to 80 (inclusive) in Table A shall not apply to the Company.

(d) Clause 83 in Table A shall be read and construed as if the words "of any class of shares or" were omitted therefrom.

(e) The organisations named in column one below shall have the right to appoint the number of persons specified in column two opposite their names to act as Directors of the Company and to remove from office any person appointed by them:

ONE	TWO
British Refrigeration Association	3
Electricity Association Services Ltd	3
Heating, Ventilating & Airconditioning Manufacturers' Association	3
The Heating & Ventilating Contractors' Association	3
Institute of Refrigeration	3
Associated Air Conditioning & Refrigeration Contractors	1
Association of Manufacturers of Domestic Electrical Appliances	1
<i>British Frozen Food Federation</i>	1
Cambridge Refrigeration Technology	1
Cold Storage & Distribution Federation	1
<i>Chartered Institution of Building Services Engineers</i>	1

Any such appointment or removal shall be by notice in writing signed by a duly authorised representative of the organisation entitled to make such appointment or removal and shall be effective on the date of receipt thereof at the registered office of the Company and every such notice shall be annexed to the Directors Minute Book as soon as practicable.

*Certified as copy of the amended articles*  
*TV0561/GM*  
*Company Secretary*