

WEDNESDAY



A28 *AVJL2P08* 25/04/2007 564
COMPANIES HOUSE

THE CROWN COLLECTIONS LIMITED

Company No
3470348

The Companies Acts 1985 and 1989

We, the undersigned, being all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings hereby pass the following first and second Resolutions as Ordinary Resolutions and the following third Resolution as a Special Resolution and agree that the said Resolutions pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989, shall for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held

Resolutions

- 1 *"That the capital of the Company be increased from £1,000 to £10,001,000 by the creation of 10,000,000 Redeemable Ordinary shares of £1 00 each. The Redeemable Ordinary shares have the rights and restrictions ranking pari passu in all respects with the existing Ordinary shares in the company except that Redememable Ordinary shares may be redeemed on one month's written notice to the company, by the shareholder, received at the registered Office address "*
2. *"That the directors be and they are hereby generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority "*
- 3 *"To renew for a further five years the powers of the directors under Section 89(1) and Section 90 of The Companies Act 1985 "*
- 4 *"That the Memorandum of Association of the Company be amended by replacing paragraph 5 by inserting a new paragraph 5 as follows*

'The company's share capital is £10,001,000 divided into 1,000 Ordinary shares of £1 each and 10,000,000 Redeemable Ordinary shares of £1 each

- 5 *"That the Articles of Association of the Company be amended by replacing Article 4 with the same wording as in paragraph 5 of the Memorandum of Association above, and replacing Article 5 as follows*

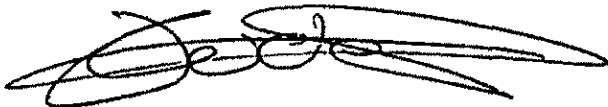
'All of the shares in the Company will rank pari passu in all respects with each other except that Redememable Ordinary shares may be redeemed on one month's written notice to the company, by the shareholder, received at the registered Office address '

Dated 29th March 2007

The Members

£1.00 ORDINARY shareholders:

INTERNATIONAL COINS BV

A large, stylized handwritten signature in black ink, consisting of several loops and a long horizontal stroke.A small, handwritten mark or signature in the bottom right corner of the page.

THE CROWN COLLECTIONS LIMITED

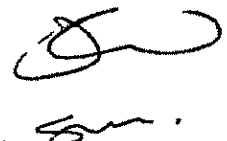
Company No
3470348

The Companies Acts 1985 and 1989

On the 29th March 2007 the following resolutions in writing (the first and second resolutions to have effect as ordinary resolutions and the following third resolution to have effect as a special resolution) were duly passed by all the Members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings, pursuant to section 381A of the Companies Act 1985 as amended by the Companies Act 1989,

Resolutions

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Director

