



Company No 3503896

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS

. of

HUXDALE LIMITED

Passed the 24th day of March 1998

At an EXTRAORDINARY GENERAL MEETING of the above-named Company duly convened and held at Cloth Hall Court, Infirmary Street, Leeds LS1 2JB on Tuesday the 24th day of March 1998 the following Resolution Nos 2, 3 and 4 were duly passed as Special Resolutions of the Company :-

SPECIAL RESOLUTIONS

2. That the authorised share capital of the Company be increased from £100 divided into 100 Ordinary Shares of £1.00 each to £12,000,000 divided into 12,000,000 Ordinary Shares of £1.00 each by the creation of a further 11,999,900 Ordinary Shares of £1.00 each.
3. For the purposes of Section 80 of the Companies Act 1985 (a) the Directors be and are hereby generally and unconditionally authorised to allot relevant securities (as defined by that Section) up to a maximum nominal value of £11,999,998, such authority to expire on 24 March 2003.
4. For the avoidance of doubt the Directors (being generally authorised by paragraph 2. of this Resolution for the purposes of section 80 of the Companies Act 1985) be and they

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are hereby unconditionally empowered pursuant to Section 95 of the Companies Act 1985 to allot or agree to allot for cash 11,999,998 ordinary shares of £1 each in the capital of the Company and that the provisions of Sections 89 and 90 of the Companies Act 1985 shall not apply to any such allotment or agreement to allot Provided that this authorisation shall expire five years after the passing of this Resolution.

D. GUNN

Chairman