

**Company Number: 4007764**

**The Companies Act 1985**  
**Company Limited by Shares**  
**Special Resolution**

**of**

**GLOBAL COAL LIMITED**

At the Annual General Meeting of the above-named Company duly convened and held at 81 Piccadilly, London on the 13th day of June 2002 the following Resolution was duly proposed and passed as a Special Resolution:

**SPECIAL RESOLUTION**

That the articles of association of the Company be amended by:

- (A) the deletion of Article 80 (1) and the substitution therefor of the following new Article 80 (1):

“80 (1) There shall be no more than twelve directors of the Company.”; and

- (B) the addition of the following new Article 80(5)(A):

“80(5)(A) The directors shall be entitled to appoint one director who shall be a non-executive director of the Company, and to remove or replace any director so appointed. In the event of a deadlock on a proposed resolution to appoint or to remove or replace such non-executive director, the chairman of the board of directors shall have a second or casting vote.”

  
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**COMPANY SECRETARY**

