

**Company No: 04084394**

**BRITAX GERMAN HOLDINGS LIMITED**

**The Companies Act 1985**

**COMPANY LIMITED BY SHARES**

**ORDINARY RESOLUTIONS**

**of**

**BRITAX GERMAN HOLDINGS LIMITED**

**Passed on 15 DECEMBER 2000**

AT an extraordinary general meeting of the Company, duly convened and held at Seton House, Warwick Technology Park, Gallows Hill, Warwick, CV34 6DE on 15 December 2000, the following resolutions were duly passed as ordinary resolutions:

**ORDINARY RESOLUTIONS**

1. THAT with effect from the passing of this resolution the authorised share capital of the Company is increased from £1,000 to £50,000,000 by the creation of 49,999,000 new ordinary shares of £1 each.
2. "THAT, pursuant to the provisions of Section 80 of the Companies Act 1985 ("the Act") the Directors are generally and unconditionally authorised to exercise all the powers of the Company to allot relevant securities as defined by Section 80 provided that :
  - the maximum amount of such securities which may be allotted under this authority (within the meaning of Section 80 of the Act) is £49,999,998; and
  - this authority shall, unless it is (prior to its expiry) duly revoked or varied or renewed, expire on a date 5 years from the date of this resolution."

  
Chairman

