## **ALEXANDER MINING PLC**

Company number 05357433



A04 05/06/2009 COMPANIES HOUSE

# The Companies Act 1985 Resolutions

At the Annual General Meeting of the above named company, duly convened and held at the Chesterfield Mayfair, 35 Charles Street, London W1J 5EB on Wednesday 3 June 2009 at 10am, the following resolutions were duly passed:

# **ORDINARY RESOLUTION**

#### **Resolution 4**

"THAT, in substitution for all existing authorities, the Directors be and they are hereby generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 (the "Act") to exercise all the powers of the Company to allot relevant securities (within the meaning of the said section 80):

- a. up to an aggregate nominal amount of £4,484,488; and
- b. up to a further nominal amount of £4,484,488 in connection with an offer by way of a rights issue

provided that this authority shall expire at the earlier of the conclusion of the next Annual General Meeting of the Company and fifteen months from the date of the passing of this resolution, unless previously renewed, varied or revoked by the Company in general meeting, (save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry, and the Directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired). References in this resolution to the Act, or to sections of the Act, shall, where the context requires and where appropriate, include references to the Companies Act 2006 and any corresponding or similar sections of that Act, it being the intention that, to the extent permitted by law, the authority contained in this resolution shall continue in full force and effect notwithstanding any repeal of the Act or any relevant part or section thereof."

#### SPECIAL RESOLUTION

## **Resolution 5**

"THAT, subject to the passing of Resolution 4 above and in substitution for all existing authorities, the Directors be and they are hereby empowered pursuant to and in accordance with Section 95 of the Companies Act 1985 (the "Act"), to allot equity securities (within the meaning of Section 94(2) of the Act) for cash pursuant to the authority given by Resolution 4 above and/or to allot equity securities where such allotment constitutes an allotment of securities by virtue of section 94(3A) of the Act, as if Section 89(1) of the said Act did not apply to any such allotment, PROVIDED THAT this power shall be limited to:

 a) the allotment of equity securities in connection with a rights issue, open offer or any other pre-emptive offer to holders of ordinary shares or holders of any other class of equity securities, in accordance with the rights attached to such class, where the equity securities respectively attributable to the interests of such persons on a fixed record date are proportionate (as nearly as may be) to the respective numbers of equity securities held by them or are otherwise allotted in accordance with the rights attaching to such equity securities (subject to such exclusions or other arrangements as the Directors consider necessary or expedient to deal with any fractional entitlements, record dates or legal or practical problems arising in connection with the laws of, or the requirements of any regulatory body or stock exchange in any territory); and

b) the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal amount of £2,690,693

provided that this authority shall expire at the earlier of the conclusion of the next Annual General Meeting of the Company and 15 months from the date of this resolution (save that the Company may before such expiry, or the expiry of any renewal of the authority, make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities pursuant to any such offer or agreement as if the power granted by this resolution had not expired). References in this resolution to the Act, or to sections of the Act, shall, where the context requires and where appropriate, include references to the Companies Act 2006 and any corresponding or similar sections of that Act, it being the intention that, to the extent permitted by law, the authority contained in this resolution shall continue in full force and effect notwithstanding any repeal of the Act or any relevant part or section thereof."

By order of the Board

P Gardner

**Company Secretary** 

Registered Office: 1st Floor, 35 Piccadilly London W1J 0DW