

STEMCOR COAL INVESTMENTS LIMITED
(COMPANY NO. 7841258)

SPECIAL RESOLUTION

Stemcor Holdings Limited, being the sole member of the Company, hereby passes the following resolution in writing (such resolution to have effect as a special resolution)

THAT the Articles of Association of the Company be altered as follows

There was presented to the meeting the following amendments to the Articles of Association of the Company

- a) deleting all square brackets in provisions 16 1 to 16 6 inclusive
- b) deleting the footnote in provision 25 1
- c) deleting the second paragraph of provision 16 6 which states

"OR {For the purposes of section 175 of the Act, the directors are not empowered to authorise any matter relating to or arising out of a situation in which a director has, or could have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the company and which would, if not so authorised, involve a breach of duty by a director under that section }²"

DATED this 17th day of April 2012


On behalf of Stemcor Holdings Limited

THURSDAY



A04 *A175S4VM* #287
19/04/2012
COMPANIES HOUSE