

Company No 41999

THE COMPANIES ACT 1985COMPANY LIMITED BY SHARES

ORDINARY AND SPECIAL RESOLUTIONS

OF

ABU GARCIA LIMITED

Passed on December 21, 1989

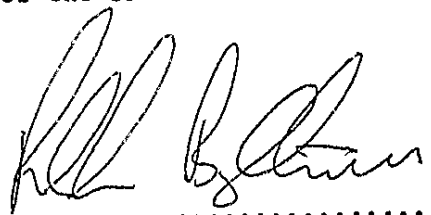
At an extraordinary general meeting of Abu Garcia Limited duly convened and held at Abu Garcia Limited, Middlesbrough on Thursday the 21 December 1989 following resolutions were proposed and passed as ORDINARY and SPECIAL RESOLUTIONS respectively:-

ORDINARY RESOLUTION

1. "That the authorised share capital of the company be increased to £500,000 by the creation of 490,000 shares of £1 each ranking pari passu for all purposes with the existing shares of £1 each."

SPECIAL RESOLUTION

2. "That (i) in accordance with section 80 of the Companies Act 1985 the directors of the company be and they are hereby authorised to allot a maximum of 490,000 shares of £1 each to such persons and on such terms and in such manner as they may think proper;
 (ii) such authority shall expire at the end of five years from the passing of this resolution; and
 (iii) section 89(1) of the Companies Act 1985 shall not apply to the allotment of the said shares."



 Director

