

Company Number: 46710

THE COMPANIES ACT 1985
PRIVATE COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION

-of-

LEX TRANSFLEET LIMITED

Passed the 10th day of October 1997

AT an **EXTRAORDINARY GENERAL MEETING** of the Company duly convened and held on the above date the following resolution was duly passed as a **SPECIAL RESOLUTION** of the Company:-

SPECIAL RESOLUTION

THAT the share capital of the Company be reduced from £46,550,300 divided into 46,550,300 ordinary shares of £1 each, all of which have been issued and are fully paid or credited as fully paid, to £34,908,300 divided into 34,908,300 ordinary shares of £1 each, and that such reduction be effected by cancelling and extinguishing 5,821,000 of the 23,275,150 ordinary shares of £1 registered in the name of Lex Service PLC and 5,821,000 of the 23,275,150 ordinary shares of £1 registered in the name of Lombard North Central PLC.

.....
Chairman

