

Company Number: 075153

The Companies Act 1985 to 1989

Private Company Limited by Shares

Written Resolutions of the Members of Wm. McKinnon & Co Limited

By a Written Resolution of the Members of the above Company dated 14th December 2000, the following Resolutions were passed as Special Resolutions:-

- (a) the existing Articles of Association are cancelled and in substitution therefor the Articles of Association of which a print is attached to this resolution and is subscribed by the Secretaries for identification are adopted as the Articles of Association of the Company;
- (b) further to the consent of the relevant shareholders being obtained the 15,000 Preference shares of £1 each presently issued to and registered in the names of the Trustees of the William Alexander Cameron Accumulation and Maintenance Trust and the Trustees of the Mary McKay Cameron Accumulation and Maintenance Trust are reclassified as 'D' Ordinary shares of £1 each having the rights and subject to the restrictions as set out in the Articles of Association of the Company as adopted in terms of paragraph (a) of the resolution; and
- (c) 7,612 'C' Ordinary shares comprised in the authorised, but unissued, share capital of the Company be and they are hereby cancelled pursuant to section 121, Companies Act 1985.



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Peterkins, Secretaries

