

# A & J MUCKLOW GROUP plc

---

## Special Resolution

*Passed 9 November 1999*

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held on Tuesday, 9 November 1999, the following Resolution was duly passed as a SPECIAL RESOLUTION:

### SPECIAL RESOLUTION

That the Company be generally and unconditionally authorised to make market purchases (within the meaning of Section 163(3) of the Companies Act 1985) and to cancel, up to 9,177,538 Ordinary Shares of 25p each and up to 675,000 Preference Shares of £1 each in its capital at a price of:

- (A) in respect of Ordinary Shares not more than 5 per cent above the average of the middle market quotations for such shares as derived from the London Stock Exchange Daily Official List for the 5 business days prior to making the purchases and not less than 25p per share (in each case exclusive of expenses); and
- (B) in respect of Preference Shares not more than 5 per cent above the average of the middle market quotations for such shares as derived from the London Stock Exchange Daily Official List for the 5 business days prior to making the purchases and not less than 100p per share (in each case exclusive of expenses)

and that the authority hereby conferred shall, unless previously renewed, expire on the conclusion of the next Annual General Meeting, but a contract of purchase may be made before such expiry which will or may be executed wholly or partly thereafter, and a purchase of shares may be made in pursuance of such contract.

D. BROMLEY,  
Secretary

