

Company Number 2168750

The Companies Acts 1985 to 1989
Private company limited by shares
Special Resolutions
of
Sunley Family Limited

Passed the 25th day of September, 1996.

AT AN EXTRAORDINARY GENERAL MEETING of the company duly convened and held on the above date the following resolutions were duly passed as Special Resolutions of the company as specified:

SPECIAL RESOLUTIONS

1. THAT the contract proposed to be made between the Company and Mr John B Sunley for the purchase by the company of 240,000 8% preference shares of £1.00 each fully paid in the capital of the Company upon the terms of the draft produced to the meeting and initialled by the chairman for the purposes of identification be and is hereby authorised.
2. THAT the contract proposed to be made between the Company and Mrs Joan M Tice for the purchase by the company of 80,000 8% preference shares of £1.00 each fully paid in the capital of the Company upon the terms of the draft produced to the meeting and initialled by the chairman for the purposes of identification be and is hereby authorised.
3. THAT the Articles of Association of the Company be amended in the manner following, that is to say:
 - (a) By deleting in the present Article 2.1 the words "and 320,000 8 per cent Cumulative Preference Shares of £1 each ("preference shares")
 - b) By deleting the present Article 2.2
 - c) By renumbering the present Articles 2.3 to 2.8 (inclusive) as Articles 2.2 to 2.7 (inclusive).

Registered Office:

Southampton House
317 High Holborn
London
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BY ORDER OF THE BOARD



James B. Sunley
SECRETARY

