

THE COMPANIES ACT 1985
PUBLIC COMPANY LIMITED BY SHARES
ACTIVAIR PLC

At a general meeting of Activair PLC duly convened and held on 28 April 2008, the following resolution was passed as a special resolution

SPECIAL RESOLUTION

THAT, pursuant to the provisions of section 53 of the Companies Act 1985, the Company be re-registered as a private company under the name of Activair Limited and that in connection with such re-registration

- (a) the memorandum of association of the Company be amended as follows
 - (i) by deletion of the words "Public Limited Company" in clause 1 and substituting for them the word "Company", and
 - (ii) by deleting the existing clause 3 in its entirety, and
 - (iii) by renumbering the remaining clauses accordingly, and
- (b) new articles of association in the form contained in the draft articles of association produced to the meeting and initialled by the chairman for the purposes of identification be adopted as the articles of association of the Company in substitution for and to the exclusion of all previous articles of association



Director

