

SPECIAL RESOLUTION

TIM PARRY JOHNATHAN BALL TRUST LIMITED

THE COMPANIES ACT 1985

Registered number: 3042409

RESOLUTION of the type and in the terms specified below as passed by the members of the Company named above at their extraordinary general meeting duly convened and held at Warrington on the 12th May 2004

SPECIAL RESOLUTION

THAT the existing MEMORANDUM OF ASSOCIATION of the Company be changed by the replacement of the existing clauses 20,21 and 22 with the following clauses

COMMITTEE

20. The Committee shall consist of the Secretary and not more than fifteen nor less than six members and they shall appoint out of its membership the Chairman of the Company

21. The Committee membership shall consist of the following Founding Members: John Gartside, Mike Sanders, Colin Parry and Wendy Parry who shall hold office for their respective lives or earlier if they shall retire and in addition such other Members nominated and approved as being expedient by the Company at its General Meeting.

22. The Founding Members shall not be obliged to retire or offer themselves for re-election but all other Members shall be appointed for a term of two years and should retire at the next Annual General Meeting following the expiry of the two year term but may offer themselves for re-election.

John S. Gartside

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Company secretary.

Dated 12 day of May 2004

