

**Company No:** 3218624

**Special Resolution**

The Companies Act 1985  
Private Company Limited by Shares

of RZH Corporate Finance Limited

the following Special Resolution was duly approved in writing by all the members of the Company in accordance with paragraph 9 of the Company's Articles of Association:

**RESOLUTION**

In accordance with paragraph 3(b) of the Company's Articles of Association, that the directors of the Company be duly authorised to allot 998 ordinary £1 shares out of the un-issued authorised share capital of the Company to Raphael Zorn Hemsley Holdings plc.

*PS Sweetland*

.....  
Company Secretary  
Dated: 6<sup>th</sup> January, 1997

