

Company No 3576132

Companies Act 1985 and 1989

A Public Company Limited by Shares

**Special Resolution of the Members of
Laing Hyder plc**

At an Extraordinary General Meeting of the Company held at Alexandra Gate, Rover Way, Cardiff on 14 September 1998 the following resolution was passed as a special resolution:

Special Resolution

That the Articles of Association be altered by the insertion of a new sub-clause to Article 45 as follows:

“45.5 A resolution in writing executed by or on behalf of each Member who would have been entitled to vote upon it if it had been proposed at a general meeting at which he was present shall be as effectual as if it had been passed at a general meeting duly convened and held and may consist of several instruments in the like form each executed by/or on behalf of one or more members.”

and that the Articles of Association be amended accordingly.



R G Curtis
Joint Secretary
for and on behalf of Laing Hyder plc

