

The Companies Act 2006
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
INVESTEC PLC

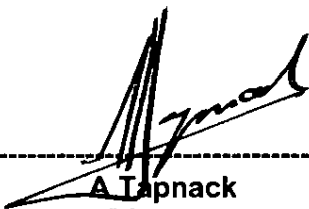
(Pursuant to Section 283 of the Companies Act 2006)

Passed on 7 August 2008

The following resolution was passed as a special resolution, viz -

Increase in Authorised Share Capital

IT WAS RESOLVED THAT subject to the passing and registering of special resolution No 2 as contained in the Investec Limited Notice of Annual General Meeting convened for 07 August 2008, the number of authorised special converting shares of £0 0002 each in the authorised share capital of Investec plc be and is hereby increased to 300 000 000 (three hundred million) by the creation of 22 500 000 (twenty-two million five hundred thousand) new special converting shares of £0 0002 each


A Tapnack
Director

WEDNESDAY



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AOK0C284

13/08/2008

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COMPANIES HOUSE