

No. 8415  
**THE MANOR PARK CEMETERY COMPANY LIMITED**

**NOTICE** is given of an Extraordinary General Meeting of the Company to be held on Wednesday 11th June 1997 at 1-30 p.m. at Sebert Road, Forest Gate, London, for the purpose of considering and if thought fit passing the following resolutions:-

1. **SPECIAL RESOLUTION**

THAT Article 74 of the Company's Articles of Association (Directors' share qualification) should be and is hereby repealed.

2. **SPECIAL RESOLUTION**

THAT Article 73 of the Company's Articles of Association (Directors' numbers) should be deleted in its entirety and is hereby replaced by the following:

"Unless otherwise determined by ordinary resolution the number of Directors (other than Alternate Directors) shall not be subject to any maximum but shall not be less than three."

3. **SPECIAL RESOLUTION**

THAT Article 94 of the Company's Articles of Association (Directors' appointment) should be deleted in its entirety and is hereby replaced by the following:-

"Subject as aforesaid, the Company may by ordinary resolution appoint a person who is willing to act to be a Director either to fill a vacancy or as an additional Director and may also determine the rotation in which any additional Directors are to retire."

4. **SPECIAL RESOLUTION**

THAT Article 98 of the Company's Articles of Association (Proceedings of Directors) should be and is hereby amended by the deletion of the second sentence therefrom and its replacement by the following:

"Until otherwise determined three Directors shall constitute a quorum."

5. **SPECIAL RESOLUTION**

THAT notwithstanding Article 92 of the Company's Articles of Association (Eligibility for election as a Director), and subject to his consenting to act, the undermentioned person should be and is hereby elected to be a Director of the Company with immediate effect:

BRIAN THOMAS COOK, BSc, FCA

DATED 19th May 1997

BY ORDER OF THE BOARD

*R S. Heaver*  
.....  
(Secretary)



NOTE:

A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and on a poll to vote instead of him. A proxy need not be a member of the Company.