

**THE COMPANIES ACT 1985**

**RESOLUTIONS OF THE PORTSMOUTH HARBOUR FERRY COMPANY  
PUBLIC LIMITED COMPANY**

**(Company No: 18751)**

**Passed 22<sup>nd</sup> August 2005**



At a duly convened Extraordinary General Meeting of the Company held on 22<sup>nd</sup> August 2005 the following resolutions were passed as special resolutions of the Company:

**SPECIAL RESOLUTIONS**

- 1 THAT pursuant to Section 53 of the Companies Act 1985, the Company be re-registered as a private company and that the Memorandum of Association ("the Memorandum") be amended in the following respects namely:
  - 1.1 By the deletion therefrom of the second line of the heading to the Memorandum which states "Company Limited by Shares" and the substitution therefor of the words:

"Private Company Limited By Shares"
  - 1.2 By the deletion therefrom of the sixth line of the heading to the Memorandum which states "The Portsmouth Harbour Company Public Limited Company" and the substitution therefor of the words:

"The Portsmouth Harbour Ferry Company Limited".
  - 1.3 By the deletion therefrom of the existing clause 1 and by the substitution therefor of a new clause 1 as follows:

"The name of the Company is The Portsmouth Harbour Ferry Company Limited".
  - 1.4 By the deletion therefrom of the existing clause 2 and by the substitution therefor of the following new clause 2:

"The Company is a private company limited by shares".

But that save as aforesaid the Memorandum shall remain in full force and effect and unaltered.
- 2 THAT the draft regulations produced to the meeting and initialled by the chairman for the purposes of identification be and are hereby adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles of Association.

.....*AM Knightley*.....  
**Director/Secretary**

We certify that this is a true copy of the original  
DATE *12/09/2005*  
**BIRCHAM DYSON BELL**  
**Solicitors**  
**50 Broadway**  
**London**  
**SW1H 0BL**

This file is a true copy of the original

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