



No 32965

The Companies Act 2006

PUBLIC COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

AVON RUBBER p.l c.

Passed 26 January 2016

At the Annual General Meeting of the above named company duly convened and held on 26 January 2016 the following resolution was passed as a SPECIAL RESOLUTION -

That, subject to the passing of Resolution 12, the Directors be given the general power to allot equity securities (as defined by section 560 of the Act) for cash, either pursuant to the authority conferred by Resolution 8 or by way of a sale of treasury shares, as if section 561(1) of the Act did not apply to any such allotment, provided that this power shall

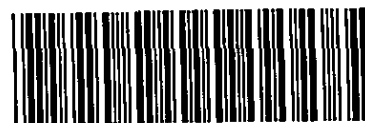
- (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £1,551,164, and
- (b) expire on the date 15 months after the date of this Resolution or, if earlier, the date of the next annual general meeting of the Company (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require Relevant Securities to be allotted after such expiry and the Directors may allot Relevant Securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired

DAVID EVANS

Chairman of the Meeting

Resolution 13

THURSDAY



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