

Company No. 00046883

SPECIAL RESOLUTION
of
H. BRONNLEY & CO LIMITED (the "Company")
A PRIVATE COMPANY LIMITED BY SHARES

Passed on 7 April 2009

Notice is hereby given that, on 7 April 2009, the following resolution was passed as a special resolution of the Company:

SPECIAL RESOLUTION:

THAT the articles of association of the Company be and are hereby amended as follows:

(A) by the inclusion of a new Article 40 as follows:

"Notwithstanding anything else in these Articles to the contrary, the Directors shall not refuse to register the transfer of a share or the beneficial ownership of a share to:

- (i) any company, institution or other person to which such shares have been charged by way of security (the "Secured Party"); or
- (ii) a third party at the discretion of the Secured Party,

and any other restrictions contained in these Articles shall not apply to such transfer including, without limitation, the pre-emption rights and/or obligations contained in Articles 28 to 33 (both inclusive) and the suspension of registration of transfer rights contained in Article 36."

(B) by the renumbering of Articles 40 to 156 as Articles 41 to 157 accordingly.



Signed by:

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Director
for and on behalf of the Company

Date: 7 April 2009