

THE COMPANIES ACT 2006
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION
OF
HAYNES BROTHERS LIMITED

PURSUANT TO SECTION 288 OF THE COMPANIES ACT 2006

At the Annual General Meeting of the members of the above named Company duly convened and held on 27th October 2022 at 11.00 am at the registered office of the Company (23 Ashford Road, Maidstone, Kent, ME14 5DQ), the following Special Resolution was duly passed:

SPECIAL RESOLUTION


1. THAT Article 98 be replaced in its entirety by the following:

98. A Managing Director shall be subject to the provisions of any contract between him and the Company, be subject to the same provisions as to resignation and removal as the other Directors of the Company, and if he ceases to hold the office of Director from any cause, he shall ipso facto and immediately cease to be a Managing Director.; and

2. THAT Article 102 be replaced in its entirety by the following:

102. Andrew Haynes shall be entitled to be chairman (the "Chairman") of any meeting of the Directors he attends, but otherwise the Directors may elect a chairman of their Meetings and determine the period for which he is to hold office, but if no such chairman is elected, or if at any Meeting the Chairman is not present at the time appointed for holding the same, the Directors present shall choose some one of their number to be chairman of such Meeting.

102A. The Chairman shall not, while he continues to hold that office, be subject to retirement by rotation and he shall not be taken into account in determining the rotation of retirement of Directors. The said Andrew Haynes, while he shall hold the office of Chairman, shall also be a permanent Director and shall be entitled to hold office as a Director so long as he holds or controls at least 50% of the voting share capital of the Company."

Signed: 

Trevor Pickard
Company Secretary