

Number of }
Company }

58957

The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 378 (2) of the Companies Act 1985)

OF

NORMANTON BRICK COMPANY LIMITED



A48
COMPANIES HOUSE

0066
22/03/00

Passed

10TH MARCH 2000

AT an EXTRAORDINARY GENERAL MEETING of the above-named
Company, duly convened, and held at
THE FROBISHER SUITE, THE MILL HOUSE, FERRY LANE, STANLEY
FERRY, WAKEFIELD, WEST YORKSHIRE

on the Tenth day of March 2000, the subjoined
SPECIAL RESOLUTION duly passed, viz.:—

RESOLUTION

THAT THE MEMORANDUM OF ASSOCIATION OF THE COMPANY BE AND IS
HEREBY AMENDED BY THE ADDITION IMMEDIATELY AFTER CLAUSE 3 (u)
OF THE FOLLOWING CLAUSE 3 (v) :

"SUBJECT TO AND IN ACCORDANCE WITH A DUE COMPLIANCE WITH THE
PROVISIONS OF SECTIONS 155-158 (INCLUSUVE) OF THE COMPANIES
ACT 1985 AS AMENDED OR RE-ENACTED FROM TIME TO TIME (IF AND
SO FAR AS SUCH PROVISIONS SHALL BE APPLICABLE) TO GIVE
WHETHER DIRECTLY OR INDIRECTLY ANY KIND OF FINANCIAL
ASSISTANCE (AS DEFINED IN SECTION 152 (i) (a) OF THE COMPANIES
ACT 1985) FOR ANY SUCH PURPOSE AS SPECIFIED IN SECTION
151 (i) AND/OR SECTION 151 (ii) OF THE COMPANIES ACT 1985 AS
AMENDED OR RE-ENACTED FROM TIME TO TIME."

Signature

P.D. Kirk CHAIRMAN

To be signed by
the Chairman, a
Director, or the
Secretary of the
Company.

NOTE.—To be filed within 15 days after the passing of the Resolution(s).

[P.T.O.]

NOTE. – The Registrar of Companies is prepared to accept copy resolutions or agreements if produced to a standard which is legible and can be reproduced to an adequate standard for presentation to the public in microfiche or photocopied format.

business capable of being carried on so as directly or indirectly to benefit this Company.

- (P) To act as agents or brokers and as trustees for any person, firm, or company, and to undertake and perform sub-contracts, and also to act in any of the businesses of the Company through or by means of agents, brokers, sub-contractors, or others.
- (Q) To remunerate any person, firm, or company rendering services to this Company either by cash payment or by the allotment to him or them of Shares or securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient.
- (R) To pay all or any expenses incurred in connection with the promotion, formation, and incorporation of the Company, or to contract with any person, firm, or company to pay the same and to pay commissions to brokers and others for underwriting, placing, selling, or guaranteeing the subscription of any Shares, Debentures, Debenture Stock, or securities of this Company.
- (S) To support and subscribe to any charitable or public object, and any institution, society, or club which may be for the benefit of the Company or its employes, or may be connected with any town or place where the Company carries on business; to give or award pensions, annuities, gratuities, and superannuation or other allowances or benefits or charitable aid to any persons who are or have been Directors of, or who are or have been employed by, or who are serving or have served the Company, and to the wives, widows, children, and other relatives and dependents of such persons; to make payments towards insurance; and to set up, establish, support, and maintain superannuation and other funds or schemes (whether contributory or non-contributory) for the benefit of any of such persons and of their wives, widows, children, and other relatives and dependents.
- (T) To promote any other company for the purpose of acquiring the whole or any part of the business or property and undertaking any of the liabilities of this Company, or of undertaking any business or operations which may appear likely to assist or benefit this Company or to enhance the value of any property or business of this Company, and to place or guarantee the placing of, underwrite, subscribe for, or otherwise acquire all or any part of the shares or securities of any such company as aforesaid.
- (U) To sell or otherwise dispose of the whole or any part of the business or property of the Company, either together or in portions, for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any company purchasing the same.

(V) See Rider

RIDER

3(v) Subject to and in accordance with a due compliance with the provisions of Sections 155-158 (inclusive) of the Companies Act 1985 as amended or re-enacted from time to time (if and so far as such provisions shall be applicable) to give whether directly or indirectly any kind of financial assistance (as defined in Section 152(i) (a) of the Companies Act 1985) for any such purpose as specified in Section 151(i) and/or Section 151(ii) of the Companies Act 1985 as amended or re-enacted from time to time.