

Company No. 294916

THE COMPANIES ACTS 1985 TO 2006
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTIONS
OF
BENNET PROPERTY PLC
(PASSED THE 4TH DAY OF NOVEMBER 2008)

At an Extraordinary General Meeting of the above-named Company duly convened and held on the 4th day of November 2008 the following Resolutions were passed as Special Resolutions

SPECIAL RESOLUTIONS

- 1 **THAT** the Company be re-registered as a private company under the Companies Act 1985 by the name of Bennet Property Limited
- 2 **THAT** the Memorandum of Association of the Company be altered with effect from the issue of the Certificate of Incorporation therefor as a private company by
 - 2 1 the deletion of "1989" from the title on the front page of the Memorandum of Association and by the substitution of "2006",
 - 2 2 the deletion of the word "PLC" from the title on the front page of the Memorandum of Association and by the substitution of the word "Limited",
 - 2 3 the deletion of the date "23 June 1997" from the title on the front page of the Memorandum of Association and by the substitution of the date "4 November 2008",
 - 2 4 the deletion of the word "PLC" in clause 1 and by the substitution of the word "Limited",
 - 2 5 the deletion of clause 2,
 - 2 6 the deletion of ", subject however to the right and power to modify or vary the same contained in Clause 3 of Table A in the First Schedule to the Companies Act 1929" in clause 6,
 - 2 7 the deletion of the second paragraph of clause 6, and
 - 2 8 renumbering clauses 3, 4, 5 and 6 as clauses 2, 3, 4 and 5

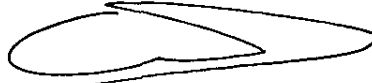
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- 3 **THAT** the regulations contained in the document produced to the Meeting, and for the purposes of identification signed by the chair of the Board of Directors, be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of the existing Articles of Association



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CHAIRMAN