The Companies Acts 1985 and 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

of

31 Polle 3

SECURICOR CUSTODIAL LIMITED

Passed 25 July 1992

At an EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened, and held at Sutton Park House, 15 Carshalton Road, Sutton, Surrey, SM1 4LD on 1992 the following Special Resolution was duly passed: -

That the first sentence of Article 2 be deleted and that the following sentence be substituted therefor: -

"Regulations 8, 64, 73-77 (inclusive), 87, 94-97 (inclusive), 101 and 118 of Table A, the words "subject as aforesaid" contained in regulations 78 and 80 and the second and third sentences of regulation 79 of Table A shall not apply to the Company".

CHAIRMAN

Filed by: -

Hextall Erskine & Co (DGC) 28 Leman Street London E1 8ER

COMPANIES HOUSE