

THE COMPANIES ACT, 1985 TO 1989

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COMPANY LIMITED BY SHARES

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SPECIAL RESOLUTION

of

BRITANNIA AIRWAYS LIMITED

(passed on 7th May 1992)

At an EXTRAORDINARY GENERAL MEETING of the above named company duly convened and held at Britannia House, London Luton Airport, Luton, Beds LU2 9ND on the 7th May 1992, the following Resolutions were duly passed as SPECIAL RESOLUTIONS:-

SPECIAL RESOLUTIONS

1. That the authorised Share Capital of the Company be and it is hereby increased by £149,885,000 to £150,000,000 by the creation of an additional 149,885,000 ordinary shares of £1 each rank pari passu in all respects as one class of shares with the existing ordinary shares in the capital of the Company.
2. That the Directors be and they are hereby empowered to allot equity securities (as defined for the purposes of Section 95 of the Companies Act 1985) pursuant to any general authority conferred on them for the purposes of Section 80 of the said Act as if Section 89 (1) of the said Act did not apply to any such allotment.



PAUL BRETT  
Chairman.