

# 26 - 06 - 95

**BRITISH AEROSPACE PENSION FUNDS**  
**TRUSTEES LIMITED**

Company No. 753964

I HEREBY CERTIFY THAT the following is a true and fair copy of a special resolution passed at an Extraordinary General Meeting of the Company held on 12th June 1995:

THAT, paragraphs (B), (C) and (E) of Article 79 of the Company's Articles of Association be deleted and the following be inserted in substitution of the aforementioned paragraph (B):

"(B) At a meeting of the Board of Directors to be held in December each year, one third (or, if their number is not a multiple of three, the number nearest to but not greater than one third) of the Directors for the time being appointed under paragraph (A)(i) of this Article and one third (or, if their number is not a multiple of three, the number nearest to but not greater than one-third) of the Directors for the time being appointed under paragraph (A)(ii) of this Article shall retire from office by rotation.

(C) the Directors to retire by rotation shall include (so far as necessary to obtain the number required) any Director who wishes to retire and not offer himself for re-election. Any further Directors so to retire shall be those of the other Directors subject to retirement by rotation who have been longest in office since their last re-election or appointment and so that as between persons who became or who were last re-elected Directors on the same day those to retire shall (unless they otherwise agree amongst themselves) be determined by lot. A retiring Director shall be eligible for re-election subject to his continuing to be a member of the British Aerospace Pension Scheme."

and, paragraphs (B) to (E) be re-lettered consequent to the above changes.

  
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D.S. Parkes  
Secretary

12th June 1995

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