THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

TOYOTA (GB) PLC

Passed on the 26th February 2001

AT AN EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened and held at The Quadrangle, Redhill, Surrey on Monday the 26th February 2001 the following resolution was passed as a Special Resolution.

THAT the two shares designated as Special Shares be and are redesignated as Ordinary Shares.

Signed .

Harry Jones

Secretary

ACCGYYGG 0629
COMPANIES HOUSE 07/03/01