

{COPY}

special resolution(s)

J3782

name of company

Company Number

993090

ROBERTS & PARTNERS LIMITED.

Limited

At an Extraordinary General Meeting of the members of the above-named company, duly convened and held at Elm Works, Pinfold Lane, Alltami, Mold, Clwyd.

on the Twelveth day of April 19 96

the following SPECIAL RESOLUTION(S) was/were duly passed:-

That clause 99 of part I, Table A,
Companies Act 1948, shall not apply
to the Company.



SIGNED

A. Roberts
Director.

NOTES:

- (1) This copy Resolution may be continued on the reverse side of this form if necessary and it should be signed by the Chairman of the Meeting OR by a Director OR by the Secretary of the Company whose position should be stated under his name.
(2) This copy Resolution is required to be filed with the registrar of companies within 15 DAYS after it has been passed and can be sent to Jordan & Sons Ltd. for that purpose.

RECEIVED BY
JORDAN & SONS
1996
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NOTICE OF MEETING

Notice is hereby given that an extraordinary general meeting of Roberts & Partners Limited will be held at Elm Works on the 12th April at 9.30 am for the following purpose:

To consider the following resolution which will be proposed as a special resolution:

That clause 99 of part I, Table A, Companies Act 1948, shall not apply to the Company.

A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and, on a poll, to vote instead of him. A proxy need not be a member of the Company.

By order of the Board

.....*Reynolds*.....

Secretary

.....10th April 1996.....

Date

Registered office
Elmworks
Pinfold Lane
Alltami
Mold
CH7 6NZ

Notes

- 1 Forms of proxy must reach the Company's Secretary not less than 48 hours before the meeting.
- 2 Holders of share warrants to bearer who wish to attend in person or by proxy or to vote at the meeting must comply with the relevant conditions governing share warrants to bearer.