

Company No:

2779673

CON 700



COMPANIES ACT 1985
(as amended)

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION
SMITHFIELD NATURAL SAUSAGE COMPANY LIMITED

Passed 21 September 1999

At an Extraordinary General Meeting of the above named Company duly convened and held on Tuesday 21 September 1999 the following resolutions were duly passed as Special Resolutions:-

THAT conditional upon the acquisition of one third of the issued share capital the Company by Cranswick Country Foods plc ("Cranswick") from Martin Heap ("Mr Heap"):-

- (a) to sub-divide each issued and unissued ordinary share of £1 each in the share capital of the Company into 10 new ordinary shares of 10p each;
- (b) to increase the authorised share capital of the Company from £100 to £499.80 by the creation of an additional 3,978 ordinary shares of 10p each accruing the rights set out in the articles of association of the Company;
- (c) to authorise the Directors to implement a capitalisation issue whereby £497.80 of distributable reserves would be used to create 4,978 ordinary shares;
- (d) authorise the Directors to implement a bonus issue of 4,978 new ordinary shares to Mr Heap; and

a:\vh\doc\special resolution smithfield natural sausage

R10 HARTS Cornerhouse ✓
361 Central Markets
Farnington St.
London EC1A 9BN

