

NUMBER OF COMPANY 2868348

THE COMPANIES ACT 1985 AND 1989

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

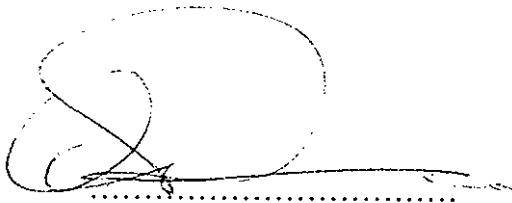
POWELL (MAIL ORDER) LIMITED

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Passed 8th December, 1995  
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At an EXTRAORDINARY GENERAL MEETING of the above named Company, duly convened and held at Unit 1, Heol Aur, Dafen Industrial Park, Llanelli, Dyfed SA14 8QN on 8th December, 1995 the subjoined SPECIAL RESOLUTION was duly passed, viz:

**RESOLUTION**

That the directors be and are hereby authorised to complete formal negotiations with Kaiser & Kraft GmbH for the disposal of the entire issued share capital of this company for the consideration entered in the draft Heads of Agreement or Letter of Intent approximating to £173 per share less expenses and to execute in due course a binding agreement with Kaiser & Kraft GmbH to complete the sale.



Chairman

