

Company number
2873036

THE COMPANIES ACT 1985

A PUBLIC COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

RECRUIT PLC
(passed on 30 March, 1995)

On 30 March, 1995 all the members of the company consented to the passing of the resolution set out below as a special resolution of the company:

That:

- (1) the authorised share capital of the company be increased by £1,000,000 to £2,000,000 by the creation of 1,000,000 additional ordinary shares of £1 each ranking *pari passu* in all respects with the existing ordinary shares in the capital of the company;
- (2)
 - (a) the directors be generally and unconditionally authorised to exercise all powers of the company to allot relevant securities (as defined for the purposes of section 80 of the Companies Act 1985) up to a maximum nominal amount of £500,000;
 - (b) this authority shall expire one month after the passing of this resolution;
 - (c) the company may, before this authority expires, make an offer or agreement which would or might require relevant securities to be allotted under this authority after it expires; and
 - (d) all previous authorities under section 80 of the Companies Act 1985 shall cease to have effect; and
- (3) the articles of association of the company be amended by the deletion of article 3 and the substitution for it of the following:

"The share capital of the Company at the date of adoption of this article is £2,000,000 divided into 2,000,000 ordinary shares of £1 each."


Secretary

