

RALPH MARTINDALE (ENGLAND) LIMITED

Minutes of an Extraordinary General Meeting held at
Crocodile House, Willenhall, on 23rd December 2008.

Present	Mr. M Kearney	Chairman
	Mr. I. Marshall	(Representing Ralph Martindale & Company Limited)
In Attendance	Mr. S. Fox	Company Secretary

Quorum

The necessary quorum being present, the Chairman declared the Meeting to be properly constituted, and opened the proceedings.

Notice

It was agreed that the notice convening the meeting should be taken as read.

Business

The Chairman proposed, and Mr Marshall seconded, and it was unanimously RESOLVED as a Special Resolution:

That Article 6 of the Articles of Association of Ralph Martindale (England) Limited be altered with immediate effect by amending Article 6 to read as follows:

6. Unless and until otherwise determined by ordinary resolution the number of directors shall not be more than ten but need not exceed one. If and so long as there is a sole director, he may exercise all the powers and authorities vested in the directors by the articles of association of the Company, and regulation 89 Table A shall be modified accordingly.

The business having been concluded, the Chairman closed the Meeting.

