

The Companies Act 1985  
**COMPANY LIMITED BY SHARES**

**SPECIAL RESOLUTION**

of

**PARK'S OF HAMILTON (HOLDINGS) LTD**

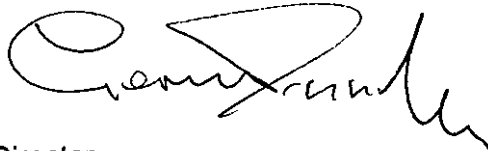
**Passed 25 March 1997**

At an EXTRAORDINARY GENERAL MEETING of the above Company, duly convened and held at 20 Bothwell Road, Hamilton on the twenty fifth day of March Nineteen hundred and ninety seven the subjoined Special Resolution was duly passed, viz:-

**RESOLUTION**

THAT

- 1) The directors do recommend to the shareholders that the sum of 5,000,000 be capitalised and appropriated to the holders of the ordinary shares in the capital of the Company pro rata to their existing holdings.
- 2) An extraordinary general meeting of the shareholders be immediately convened and held upon short notice and that the Secretary be and is hereby instructed to sign and issue to the shareholders the notice convening the meeting.



Director.

