

Company Number: 518137

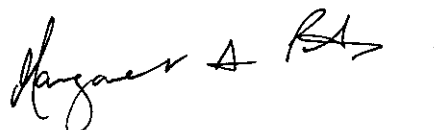
THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
SPECIAL RESOLUTION OF
WIGGINS TEAPE LIMITED
(passed on 27 June 2000)

AT AN EXTRAORDINARY GENERAL MEETING of the Company held on 27 June 2000 the following resolution was duly passed as a Special Resolution:

SPECIAL RESOLUTION

That the Articles of Association of the Company be altered as follows:

- a. by inserting a new clause 3:
 - "3. If at any time, and for as long as, the Company has a single member all provision of these Articles shall (in the absence of any expressed provision to the contrary) apply with such modification as may be necessary in relation to a company with a single member."
- b. by re-numbering the existing clauses 3 to 11 as 4 to 12 respectively.



CHAIRMAN OF THE MEETING

