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A & D SUTHERLAND LIMITED

Registered Number 30441

Notice of Extraordinary General Meeting

Notice is hereby given that an Extraordinary General Meeting of the company will be held on 22nd December 1999 at 11.30 for the purpose of considering and if thought fit passing the following resolution which will be proposed as a special resolution.

Special Resolution

THAT the Articles of Association of the company be altered by deleting the second sentence of Regulation 104 of Table A contained in the First Schedule to The Companies Act 1948 and replacing it with the following:

“Questions arising at any meeting shall be determined by the unanimous vote of all the members of the committee, and in the case of an equality of votes the Chairman shall not have a second or casting vote”.

BY ORDER OF THE BOARD

B. G. Sutherland.
Secretary

Note:

1. Any Member of the Company entitled to attend, speak and vote at the above meeting may appoint a proxy to attend, speak and on a poll, vote instead of that Member. A proxy may demand or join in demanding a poll. A proxy need not be a member of the Company.

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COMPANIES HOUSE 10/05/00