

**THE COMPANIES ACT 1948****COPY****SPECIAL RESOLUTIONS****of****HUSBANDS AND SONS LIMITED**

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**Passed the 17th day of April 1964**

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At an Extraordinary General Meeting of the Members of the above named Company on the above date the following Special Resolutions were duly passed:-

That Clauses 23A, 33B and 34 of the Company's present Articles of Association be deleted and substituted by the following:-

- 23A No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business; save as herein otherwise provided, two or more Members personally present and holding or representing by proxy together, not less than Thirty per cent of the Issued Capital of the Company, shall be a quorum.
- 33B The quorum necessary for the transaction of the business of the Directors shall be three Directors holding between them an aggregate of not less than Twenty per cent of the Issued Capital of the Company unless otherwise determined by the Company in General Meeting.
- 34 The Directors may from time to time, at their discretion raise or borrow any sum or sums of money, for the purpose of the Company, and may secure the sums so raised or borrowed by mortgage of the whole or any part of the property or assets of the Company, both present and future, including the uncalled Capital of the Company, or



by Debentures, Debenture Stock or other securities, charged upon the said property or assets of the Company.

I MACKENZIE

Chairman