

Company Number: 814363

SPECIAL RESOLUTION

OF

THE WYEDEAN WEAVING COMPANY LIMITED

Passed the 28 day of November 2001 at an Extraordinary General Meeting of the Company duly convened and held at Bridgehouse Mill, Haworth, West Yorkshire BD22 8PA on the 28<sup>th</sup> November 2001 at 02:30pm the following Resolution was duly passed as a SPECIAL RESOLUTION of the company:

RESOLUTION

That the company's Articles of Association be amended by:

Amending Article 17 of the Companies Articles of Association by adding subparagraphs 9 and 10 as follows:

- 9 The holders of the 'A' and 'B' shares may jointly appoint a director who is not 'A' or 'B' director to assist in managing the business. This director will be known as an Executive Director.
- 10 The Executive director may be removed from the board by resolution of the majority of the 'A' or 'B' shareholders.

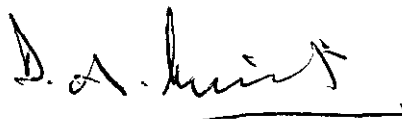
Revising Article 21 of the Companies Articles of Association as follows:

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- (1) The ordinary remuneration of the directors, other than the Executive director, shall from time to time be determined by a resolution of the company in general meeting, and shall, unless such resolution otherwise provides, be divisible among the directors as they may agree or, failing agreement, equally, except that any director who shall hold office for part only of the period in respect of which such remuneration is payable shall be entitled only to rank in such division for a portion of remuneration related to the period during which he has held office. Regulation 82 shall not apply.
- (2) The remuneration of the Executive director shall be determined jointly by the 'A' and 'B' directors.

Adding subparagraph 3 to Article 23 of the Companies Articles of Association as follows:

- (3) The Executive director shall have one vote, however, in the event of a disagreement between the 'A' and 'B' directors, votes made by the Executive Director will be disregarded.



Chairman

