

## COMPANIES ACT 1989

Company Limited by Shares

Special Resolution  
of  
EDWARD WILLIAMS HOLDINGS LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held at the offices of KPMG 2 Cornwall Street, Birmingham B3 2DL on Tuesday 13th April 1999, the following resolution was duly passed as a Special Resolution of the Company.

## SPECIAL RESOLUTION

It was resolved:

"That the Directors on behalf of the Company, are hereby, authorised to purchase 214,205 ordinary shares of 25 pence each at a price of £3.10 (Three pounds 10 pence) per share, being the members entire holdings"

The resolution was carried unanimously.

  
Chairman.....  
Secretary.....