

## Shareholders' Special Resolution of Section 561 Pre-emption

### SPECIAL RESOLUTION

That the Directors be and they are authorised by the Shareholders to allot equity securities pursuant to the authority conferred by the Shareholders' Ordinary Resolution of 2002<sup>1</sup> as if sub-section (1) of Section 561 of the said Act did not apply to the allotment of equity securities up to an aggregate nominal value of £<< on the date five years after the passing of this resolution,

PROVIDED THAT this power shall not be exercisable in pursuance of any offer or agreement which would expire within five years of the date of expiry and the board may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

<sup>1</sup> Shareholders' Ordinary Resolution – Authority of the Shareholders [2002]