

Proxy voting on resolutions at the Annual General Meeting of Helical Bar plc held on 25 July 2007

Ordinary business

1. To receive and consider the accounts of the Company for the year ended 31 March 2007 together with the reports of the Directors and the auditors thereon;

Proxy votes for: 63,799,294
Discretionary proxy votes: 88,755
Proxy votes against: 189,595
Proxy votes withheld: 0

2. To declare a final dividend of 2.75 pence per ordinary share of 1 pence each in the capital of the Company, as recommended by the Directors of the Company;

Proxy votes for: 61,844,646
Discretionary proxy votes: 86,490
Proxy votes against: 0
Proxy votes withheld: 2,146,508

3. To re-elect Mr. C. G. H. Weaver, who having served more than nine years on the Board, offers himself for re-election as a Director of the Company, in accordance with the Financial Reporting Council's Combined Code on Corporate Governance;

Proxy votes for: 50,871,355
Discretionary proxy votes: 92,103
Proxy votes against: 2,486,398
Proxy votes withheld: 10,627,788

4. To re-elect Mr. G. A. Kaye, who retires by rotation, as a Director of the Company;

Proxy votes for: 63,896,704
Discretionary proxy votes: 89,763
Proxy votes against: 90,477
Proxy votes withheld: 700

5. To re-elect Mr. P. M. Brown, who retires by rotation, as a Director of the Company;

Proxy votes for: 63,893,567
Discretionary proxy votes: 89,763
Proxy votes against: 92,817
Proxy votes withheld: 1,497

6. To re-appoint Grant Thornton UK LLP as auditors until the conclusion of the next general meeting of the Company at which accounts are laid; and

Proxy votes for: 63,716,891
Discretionary proxy votes: 87,498
Proxy votes against: 204,505
Proxy votes withheld: 68,750

7. To authorise the Directors to fix the remuneration of the auditors.

Proxy votes for: 63,731,534
Discretionary proxy votes: 86,490
Proxy votes against: 190,870
Proxy votes withheld: 68,750

Special business

To consider and, if thought fit, pass the following resolutions, of which resolutions 8 and 9 will be proposed as ordinary resolutions and resolutions 10, 11 and 12 will be proposed as special resolutions:

8. That the directors' remuneration report for the year ended 31 March 2007 be and is hereby approved;

Proxy votes for: 61,803,409
Discretionary proxy votes: 89,755
Proxy votes against: 1,329,483
Proxy votes withheld: 854,997

9. That, in substitution for all unused existing authorities, the Directors be and they are hereby generally and unconditionally authorised, pursuant to Section 80 of the Companies Act 1985 (the "Act") Act, to exercise all powers of the Company to allot relevant securities (as defined in Section 80 of the Act) up to an aggregate nominal amount of £319,064, provided that this authority shall expire on 24 July 2008 save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors may allot relevant securities in pursuance of any such offer or agreement as if the authority conferred hereby had not expired;

Proxy votes for: 63,890,754
Discretionary proxy votes: 105,445
Proxy votes against: 79,105
Proxy votes withheld: 2,340

10. That, the Directors be and are hereby empowered pursuant to Section 95(1) of the Act to:

- (a) subject to the passing of resolution 9 above, allot equity securities (as defined in Section 94 of the Act) for cash pursuant to the authority conferred by resolution 9 above as if Section 89(1) of the Act did not apply to any such allotment; and
- (b) sell relevant shares (as defined in Section 94(5) of the Act) in the Company if, immediately before the sale, such shares are held by the Company as treasury shares (as defined in Section 162A(3) of the Act) ("Treasury Shares") for cash (as defined in Section 162D(2) of the Act), as if Section 89(1) of the Act did not apply to any such sale, provided that such power shall be limited to the allotment of equity securities and the sale of Treasury Shares:
 - (i) in connection with or pursuant to a rights issue or open offer or any other pre-emptive offer in favour of ordinary shareholders in proportion (as nearly as practicable) to the respective number of equity securities held by them on the record date for such allotment but subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements, Treasury Shares, record dates or legal or practical problems arising under the laws of any overseas territory or the requirements of any regulatory body or stock exchange in any territory or any other matter whatsoever; and
 - (ii) (otherwise than pursuant to sub-paragraph (i) above) up to an aggregate maximum nominal amount of £47,859; and this power shall expire on 24 July 2008, save that the Company may before the expiry of such power make an offer or agreement which would or might require equity securities to be allotted, or treasury shares to be sold, after such expiry and the Directors may allot equity securities or sell treasury shares in pursuance of such offer or agreement as if the power conferred hereby had not expired; and,

Proxy votes for: 63,931,174
Discretionary proxy votes: 105,445
Proxy votes against: 36,685
Proxy votes withheld: 2,340

11. That the Company is hereby generally and unconditionally authorised for the purposes of Section 166 of the Act to make one or more market purchases (within the meaning of Section 163(3) of the Act) on the London Stock Exchange of any of the ordinary shares of 1 pence each in the capital of the Company ("Ordinary Shares") on such terms and in such manner as the Directors may from time to time determine and, where such shares are held as treasury shares, the Company may use them for the purposes of its employee share schemes, provided that:

- (a) the maximum number of Ordinary Shares hereby authorised to be purchased is 9,562,371;
- (b) the maximum price which may be paid for an Ordinary Share is an amount equal to 105% of the average of the middle market quotations for an Ordinary Share as derived from the London Stock Exchange's Daily Official List for the five business days immediately preceding the day on which the Ordinary Share is contracted to be purchased;
- (c) the minimum price which shall be paid for an Ordinary Share is 1 pence (exclusive of expenses, if any);
- (d) the authority hereby conferred shall be in lieu of any existing authority conferred by ordinary or special resolution to purchase Ordinary Shares (but without prejudice to any purchase of Ordinary Shares previously made pursuant to such authority);
- (e) unless previously renewed, revoked or varied, the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company or on 30 September 2008, whichever is the earlier, unless such authority is renewed prior to such time; and

(f) the Company may make a contract to purchase the Ordinary Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority and may make purchases of Ordinary Shares in pursuance of any such contract as if this authority had not expired.

Proxy votes for: 63,971,734

Discretionary proxy votes: 105,445

Proxy votes against: 465

Proxy votes withheld: 0

12. That the Company's articles of association be amended:

(a) firstly by the deletion of articles 3, 12, 60, 69, 75.2, 75.6, 78, 80, 88, 93.1, 101.3(d), 105.4, 116, 126, 146, 147, 148, 149, 150, 155 and the substitution of the following articles 3, 12, 60, 69, 75.2, 75.6, 78, 80, 88, 93.1, 101.3(d), 105.4, 116, 126, 146, 147, 148, 149, 150, 155 in place thereof:

3. The authorised share capital of the Company at the date of the adoption of this Article 3 is £39,576,626.60 divided into Ordinary Shares of one penny each (hereinafter referred to as the "Ordinary Shares") and Deferred Shares of $\frac{1}{4}$ pence each (hereinafter referred to as the "Deferred Shares").

12. Every person (other than a recognised clearing house (within the meaning of the Financial Services and Markets Act 2000) or a nominee of a recognised clearing house or of a recognised investment exchange (within the meaning of the Financial Services and Markets Act 2000) in respect of whom the Company is not by law required to complete and have ready for delivery a certificate) whose name is entered as a Member on the Register shall be entitled without payment to receive within two months after allotment or lodgement of transfer (or within such other period as the conditions of issue shall provide) one certificate for all the shares registered in his name or, in the case of shares of more than one class being registered in his name, a separate certificate for each class of shares so registered, and where a Member (except such a clearing house or nominee) transfers part of the shares of any class registered in his name he shall be entitled without payment to one certificate for the balance of shares of that class retained by him. If a Member shall require additional certificates he shall pay for each additional certificate such reasonable sum (if any) as the Directors may determine.

60. An Annual General Meeting and a meeting called for the passing of a Special Resolution shall be called by not less than 21 clear days' notice in writing, and a meeting of the Company other than an Annual General Meeting or a meeting for the passing of a Special Resolution shall be called by not less than 14 clear days' notice in writing. The notice shall specify the place, the day and the time of meeting and, in the case of any special business, the general nature of that business. It shall be given, in the manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the Company in General Meeting, to such persons as are, under these Articles, entitled to receive such notices from the Company and shall comply with the provisions of the Statutes as to informing Members of their right to appoint proxies. If on two consecutive occasions notices have been sent through the post to any Member at his registered address or his address for the service of notices but have been returned undelivered, such Member shall not thereafter be entitled to receive notices from the Company until he shall have communicated with the Company and supplied in writing to the Office a new registered address or address within the United Kingdom for the service of notices. A notice calling an Annual General Meeting shall specify the meeting as such and a notice convening a meeting to pass an Extraordinary Resolution or a Special Resolution as the case may be shall specify the intention to propose the resolution as such.

69. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded:

(a) by the Chairman; or

(b) by at least five Members present in person or by proxy and entitled to vote; or

(c) by any Member or Members present in person or by proxy and representing not less than one-tenth of the total voting rights of all the Members having the right to vote at the meeting; or

(d) by a Member or Members present in person or by proxy holding shares in the Company conferring a right to vote at the meeting being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all shares conferring that right.

Unless a poll be so demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the book containing the minutes of the proceedings of the Company shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

Except as provided in Article 74, if a poll is duly demanded it shall be taken in such manner (including the use of ballot or voting papers or tickets) as the Chairman of the meeting directs and he may appoint scrutineers and fix a time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

75.2 If any Member, or any other person appearing to the Directors to be interested in any shares in the capital of the Company held by such Member, has been duly served with a notice under Section 793 of the 2006 Act and is in default for the period of 14 days from the date of service of the notice under the said Section 793 in supplying to the Company the information thereby required, then the Company may (at the absolute discretion of the Directors) at any time thereafter by

notice (a “restriction notice”) to such Member direct that, in respect of the shares in relation to which the default occurred and any other shares held at the date of the restriction notice by the Member, or such of them as the Directors may determine from time to time, (the “restricted shares” which expression shall include any further shares which are issued in respect of any restricted shares), the Member shall not, nor shall any transferee to which any of such shares are transferred other than pursuant to a permitted transfer or pursuant to paragraph 78.3(c) below, be entitled to be present or to vote on any question, either in person or by proxy, at any General Meeting of the Company or separate General Meeting of the holders of any class of shares of the Company, or to be reckoned in a quorum.

75.6 For the purposes of this Article:

(a) a person shall be treated as appearing to be interested in any shares if the Member holding such shares has given to the Company a notification whether following service of a notice under the said Section 793 or otherwise which either (1) names such person as being so interested or (2) (after taking into account the said notification and any other relevant information in the possession of the Company) the Company knows or has reasonable cause to believe that the person in question is or may be interested in the shares; and

(b) a transfer of shares is a permitted transfer if but only if:

(i) it is a transfer by way of, or in pursuance of, acceptance of a takeover offer for the Company (as defined in Section 974 of the 2006 Act); or

(ii) the Directors are satisfied that the transfer is made pursuant to a bona fide sale of the whole of the beneficial ownership of the shares to a third party unconnected with the transferring Member or with any other person appearing to the Directors to be interested in such shares (and for the purposes of this subparagraph any associate (as that term is defined in Section 435 of the Insolvency Act 1986) of the Member or of any other person appearing to the Directors to be interested in any of the restricted shares shall be deemed to be connected with the transferring Member); or

(iii) the transfer results from a sale made on or through a market operated by the London Stock Exchange Limited or on or through any stock exchange outside the United Kingdom on which the Company’s shares of the same class as the restricted shares are normally dealt in.

78. The instrument appointing a proxy shall be in writing in any usual or common form, or any other form which the Directors may approve, under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised, or if permitted by the Directors, in electronic form in the manner and form and subject to such terms and conditions as the Directors may decide.

80.1 The appointment of a proxy shall:

(a) (in the case of an appointment not sent in electronic form) be deposited at the Office or at such other place or one of such places (if any) within the United Kingdom as is or are specified for that purpose in or by way of note to the notice convening the meeting or any document accompanying such notice; or

(b) (in the case of an appointment sent in electronic form) where an address has been specified for the purpose by the Company (generally or specifically), be received at such address, not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the appointment proposes to vote or, in the case of a poll taken otherwise than at or on the same day as the meeting or adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll at which it is to be used, and in default the appointment of a proxy shall not be treated as valid. Failing previous registration with the Company, the power of attorney or other authority, if any, under which the appointment of a proxy is executed, or a notarially certified copy or a copy certified in accordance with the Powers of Attorney Act 1971 of that power or authority, or a copy in some other way approved by the Directors, shall (whether (a) or (b) above shall apply) also be deposited or received at the Office or at such other place specified in accordance with (a) above, or (if the Directors so agree) at the address or by the means provided in accordance with (b) above, not later than the time by which the appointment of a proxy is required to be deposited or (as the case may be) received in accordance with this Article.

Without limiting the foregoing, in relation to any shares which are held in uncertificated form, the Directors may from time to time permit appointments of a proxy to be made by an Uncertificated Proxy Instruction, (that is, a properly authenticated dematerialised instruction, and/or other instruction or notification, which is sent by means of the relevant system concerned and received by such participant in that system acting on behalf of the Company as the Directors may prescribe, in such form and subject to such terms and conditions as may from time to time be prescribed by the Directors (subject always to the facilities and requirements of the relevant system concerned)); and may in a similar manner permit supplements to, or amendments or revocations of, any such Uncertificated Proxy Instruction to be made by like means. Notwithstanding any other provision of these Articles, the Directors may in addition prescribe the method of determining the time at which any such properly authenticated dematerialised instruction (and/or other instruction or notification) is to be treated as received by the Company or such participant. The Directors may treat any such Uncertificated Proxy Instruction which purports to be or is expressed to be sent on behalf of a holder of a share as sufficient evidence of the authority of the person sending that instruction to send it on behalf of that holder.

80.2 An appointment of a proxy and any other document referred to in the last sentence of the first paragraph of Article

84.1 shall be deemed to have been validly deposited or received in accordance with Article 84.1 if the appointment is received at the Office or at such other place specified in accordance with Article 84.1(a) by facsimile transmission within the period of time specified by Article 84.1 provided that the original appointment in the same form as the appointment received by facsimile transmission and any other such document is deposited at the place at which the facsimile transmission was

received not less than 24 hours before the time appointed for the meeting or adjourned meeting or the holding of a poll subsequently at which the vote is to be used.

80.3 If two or more valid but differing appointments of a proxy are delivered or (in the case of appointments in electronic form) received in accordance with Article 84.1 in respect of the same share for use at the same meeting, the one which is last delivered or, as the case may be, received as aforesaid (regardless of its date, its date of sending or the date of its execution) shall be treated as replacing and revoking the others as regards that share. If the Company is unable to determine which was delivered or received last, none of them shall be treated as valid in respect of that share.

88. There shall not be an age limit for Directors.

93.1 Each Director shall have the power at any time to appoint as an alternate Director either (1) another Director or (2) any other person approved for that purpose by a resolution of the Directors, and, at any time, to terminate such appointment. Every appointment and removal of an alternate Director shall be in writing signed by the appointor and (subject to any approval required) shall (unless the Directors agree otherwise) only take effect upon receipt of such written appointment or removal at the Office or at a meeting of the Directors or in the case of an appointment or removal in electronic form, at such address (if any) specified by the Company for that purpose. An alternate Director shall not be required to hold any shares in the capital of the Company and shall not be counted in reckoning the maximum and minimum numbers of Directors allowed or required by Article 90.

101.3(d) any contract, arrangement, transaction or other proposal concerning any other body corporate in which he or any person connected with him (within the meaning of Section 346 Companies Act 1985) is interested, directly or indirectly and whether as an officer or shareholder or otherwise howsoever, provided that he and any persons so connected with him do not to his knowledge hold an interest (within the meaning of Sections 820 to 825 of the 2006 Act) in one per cent. or more of any class of the equity share capital of such body corporate or of the voting rights available to members of the relevant body corporate;

105.4 if he resigns his office by notice to the Company or offers to resign and the Directors resolve to accept such offer;

116. Notice of a meeting of the Directors shall be deemed to be duly given to a Director if it is given to him personally or by word of mouth or sent in writing to him at his last known address or any other address given by him to the Company for this purpose. A Director absent or intending to be absent from the United Kingdom may request the Directors that notices of meetings of the Directors shall during his absence be sent in writing to him at his last known address or any other address given by him to the Company for this purpose, whether or not out of the United Kingdom, or be sent by electronic means to such address (if any) for the time being notified by him to the Company for that purpose.

126.1 The Directors shall provide for the safe custody of the Seal and any official seal kept under Section 40 of the Companies Act 1985, and neither shall be used without the authority of the Directors or of a committee of the Directors authorised by the Directors in that behalf. Every instrument to which either shall be affixed shall be signed autographically by one Director and the Secretary or by two Directors, save that as regards any certificates for shares or debentures or other securities of the Company the Directors may by resolution determine that such signatures or either of them shall be dispensed with or affixed by some mechanical or electronic method or system.

126.2 Where the Statutes so permit, any instrument signed by one Director and the Secretary or by two Directors and expressed, in whatever words, to be executed by the Company shall have the same effect as if executed under the Seal, provided that no instrument shall be so signed which makes it clear on its face that it is intended by the person or persons making it to be a deed without the authority of the Directors or of a committee authorised by the Directors in that behalf. The Directors may by resolution determine that such signatures or either of them shall be affixed by some mechanical or electronic method or system.

146.1 A notice or other document (including a share certificate) or information may be given, sent, supplied, delivered or provided by the Company to any Member in accordance with the 2006 Act, subject to these Articles.

146.2 If at any time by reason of the suspension or any curtailment of postal services in any part of the United Kingdom or of services for delivery by electronic means, the Company is unable in the opinion of the Directors effectively to convene a General Meeting by notices sent through the post, or (in the case of those Members in respect of whom an address has for the time being been notified to the Company, in a manner specified by the Directors, for the purpose of giving notices by electronic means) by electronic means, a General Meeting may be convened by a notice advertised in at least one national newspaper and such notice shall be deemed to have been duly served on all Members and other persons entitled thereto at noon on the day when the advertisement has appeared. In any such case the Company shall send confirmatory copies of the notice by post or (as the case may be) by electronic means, if at least seven days prior to the date of the Meeting the posting of notices to addresses throughout the United Kingdom or (as the case may be) the sending of notices by electronic means again becomes in the opinion of the Directors practicable.

147. A Member who has no registered address within the United Kingdom, and has not supplied an address within the United Kingdom at which notices or other documents or information may be given to him as aforesaid, shall not be entitled to receive any notice or other documents or information from the Company. Notwithstanding the foregoing, such a Member

shall not be entitled to receive any notice or other documents or information from the Company even if he has supplied an address for the purpose of receiving notices or other documents or information in electronic form.

148.1 Where a notice or other document or information is sent, given, supplied, delivered or provided by the Company by post, service of the notice or other document shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice or other document, and to have been effected at the latest within 24 hours if prepaid as first-class and within 72 hours if prepaid as second-class after the letter containing the same is posted; and in proving such service it shall be sufficient to prove that the letter containing the same was properly addressed and stamped and put in the post.

148.2 Where a notice or other document or information is given, sent, supplied, delivered or provided by the Company by electronic means, service of the notice or other document or information shall be deemed to be effected by sending it by electronic means to an address for the time being notified to the person giving the notice or other document or information or as otherwise permitted by the Statutes for that purpose, and to have been effected at the latest at the expiration of 24 hours from when it was sent. In proving such service it shall be sufficient to prove that the notice or other document or information was sent in accordance with guidance from time to time issued by the Institute of Chartered Secretaries and Administrators. Nothing in this Article shall prejudice the operation of section 1147(4) of the 2006 Act as to deemed delivery of documents or information by means of a website.

149. A notice or other document may be given, sent, supplied, delivered or provided by the Company to the joint holders of a share by giving, sending, supplying, delivery or providing the notice or other document or information to the joint holder first named in the Register in respect of the share.

Anything to be agreed or specified by joint holders of a share may be agreed or specified by any of the joint holders (and any such agreement or specification shall be deemed for all purposes to be agreed or specified by all the joint holders) unless the Directors require it to be agreed or specified by all the joint holders or by the joint holder first named in the Register in respect of the share.

150. A notice or other document or information may be given, sent, supplied, delivered or provided by the Company to the persons entitled to a share in consequence of the death or bankruptcy of a Member or otherwise by operation of law by sending, giving, supplying, delivering or providing it addressed to them by name, or by the title of representatives of the deceased, or trustee of the bankrupt, or by any like description, at the address, if any, within the United Kingdom supplied for the purpose by the persons claiming to be so entitled, or (until such an address has been so supplied) by giving, sending, supplying, delivering or providing the notice or other document or information in any manner in which the same might have been given, sent, supplied, delivered or provided if the death or bankruptcy or other event had not occurred.

155.1 Subject to the provisions of the Statutes but without prejudice to any indemnity to which the person concerned may otherwise be entitled, every person who is or was at any time a Director, or other officer of the Company excluding the Auditors may be indemnified out of the assets of the Company against all costs, charges, expenses, losses or liabilities which he may sustain or incur in or about the actual or purported execution and/or discharge of the duties of his office and/or the exercise or purported exercise of his powers or discretions and/or otherwise in relation thereto or in connection therewith, including (without prejudice to the generality of the foregoing) any liability incurred by him in defending, disputing, investigating, providing evidence in connection with any actual or threatened or alleged claims, demands, investigations, or any proceedings, whether civil or criminal or regulatory, or in connection with any application under section 661(3) or (4) or section 1157 of the 2006 Act.

155.2 Funding of expenditure in defending proceedings

The Company may also, subject to the provisions of the Statutes, provide funds to any Director or other officer (excluding the Auditors) to meet, or do anything to enable a Director or other officer to avoid incurring, expenditure of the nature described in section 205(1) or 206 of the 2006 Act or otherwise to the extent approved by resolution of the members of the Company or permitted by the Statutes.

(b) secondly by the insertion of:

- (i) "the 2006 Act" in place of "the Companies Act 1989" in the second line of the definition "the Statutes" in Article 2;
- (ii) "or any official or securities seal that the Company may have or be permitted to have under the Statutes" at the end of the definition of "the Seal" in Article 2;
- (iii) "whether sent or supplied in electronic form or otherwise" at the end of the definition of "in writing" in Article 2;
- (iv) "2001" in place of "1995 (SI 1995 No.95/3272) including any modification thereof or any regulations in substitution therefore made under Section 207 of the Companies Act 1989 and for the time being in force" in the definition of "the Regulations";
- (v) "Headings to these Articles are for convenience only and shall not affect construction." at the end of Article 2;
- (vi) "shall" in place of "shaft" in the penultimate line of Article 66;
- (vii) "poll" in place of "pall" in the first line of Article 77;
- (viii) "of proxy" after "instrument" in the last line of Article 78;
- (ix) "or income" after "profit and loss" in Article 94.2(b);
- (x) "or income" after "profit and loss" in Article 94.2(b)(iv);
- (xi) "shall" in place of "shaft" in the fourth line of Article 110; and
- (xi) "2001" in place of "1995" after "Uncertificated Securities Regulations" in Article 152.3.3.

(c) thirdly by the insertion of the following Articles 66, 68, 70, 106.3(g), 106.3(h), 110.6 and 157 and by the deletion of Article 105.1:

66.

66.1 In the case of any general meeting, the Directors may, notwithstanding the specification in the notice convening the general meeting of the place at which the Chairman of the meeting shall preside (the "Principal Place"), make arrangements for simultaneous attendance and participation at other places by Members and proxies and others entitled to attend the general meeting but excluded from the Principal Place under the provisions of this Article 66.

66.2 Such arrangements for simultaneous attendance at the general meeting may include arrangements regarding the level of attendance at the other places provided that they shall operate so that any Members and proxies excluded from attendance at the Principal Place are able to attend at one of the other places. For the purpose of all other provisions of these Articles any such general meeting shall be treated as being held and taking place at the Principal Place.

66.3 The Directors may, for the purpose of facilitating the organisation and administration of any general meeting to which such arrangements apply, from time to time make arrangements, whether involving the issue of tickets (on a basis intended to afford to all Members and proxies and others entitled to attend the meeting an equal opportunity of being admitted to the Principal Place) or the imposition of some random means of selection or otherwise as they shall in their absolute discretion consider to be appropriate, and may from time to time vary any such arrangements or make new arrangements in their place. The entitlement of any Member or proxy or other person entitled to attend a general meeting at the Principal Place shall be subject to such arrangements as may for the time being be in force whether stated in the notice of the general meeting to apply to that Meeting or notified to the Members concerned subsequent to the provision of the notice of the general meeting.

66.4 The Directors or the Chairman of the meeting or any person authorised by the Directors may direct that Members, proxies or corporate representatives wishing to attend any general meeting or anyone else permitted by the Chairman of the meeting to attend should submit to such searches or other security arrangements or restrictions (including, without limitation, restrictions on items of personal property which may be taken into the meeting) as the Directors or the Chairman of the meeting or such person authorised by the Directors shall consider appropriate in the circumstances. Such persons shall be entitled in their absolute discretion to refuse entry to, or to eject from, such general meeting any such person who fails to submit to such searches or otherwise to comply with such security arrangements or restrictions.

66.5 The Directors or the Chairman of the meeting or any person authorised by the Directors may, at any meeting, take such action as is thought fit to secure the safety of the people attending the meeting and to promote the orderly conduct of the business of the meeting as laid down in the notice of the meeting and the Chairman of the meeting's decision on matters of procedure or matters arising incidentally from the business of the meeting shall be final, as shall be his determination as to whether any matter is of such a nature.

68. The Chairman of the meeting may, at any time without the consent of the meeting, adjourn any meeting (whether or not it has commenced or has already been adjourned or a quorum is present) either sine die or to another time or place where it appears to him that (i) the Members wishing to attend cannot be conveniently accommodated in the place appointed for the meeting, (ii) the conduct of any persons prevents or is likely to prevent the orderly continuation of business or (iii) an adjournment is otherwise necessary so that the business of the meeting may be properly conducted.

70. Each Director shall be entitled to attend and speak at any general meeting of the Company and at any separate general meeting of the holders of any class of shares in the Company. The Chairman of the meeting may invite any person to attend and speak at any general meeting of the Company whom the Chairman of the meeting considers to be equipped by knowledge or experience of the Company's business to assist in the deliberations of the meeting.

106.3(g) the giving of an indemnity pursuant to Article 161; and

106.3(h) the provision of funds to any Director to meet, or the doing of anything to enable a Director to avoid incurring, expenditure.

110.6 if, by notice in writing delivered to or received at the Office or in the case of a notice in electronic form, at such address (if any) specified by the Directors for that purpose or tendered at a meeting of the Directors, his resignation is requested by all of the other Directors (but so that this shall be without prejudice to any claim such Director may have for damages for breach of any contract of service between him and the Company).

157. Notwithstanding anything in these Articles to the contrary:

157.1 Any document or information to be given, sent, supplied, delivered or provided to any person by the Company, whether pursuant to these Articles, the Statutes or otherwise, is also to be treated as given, sent, supplied, delivered or provided where it is made available on a website, or is sent in electronic form, in the manner provided by the 2006 Act for the purposes of the Companies Acts (subject to the provisions of these Articles).

For the purposes of paragraph 10(2)(b) of schedule 5 to the 2006 Act, the Company may give, send, supply, deliver or provide documents or information to Members by making them available on a website.

For the purposes of paragraph 6.1.8R(1) of the Disclosure and Transparency Rules, the Company may use electronic means (as defined therein) to convey information or documents to Members.

157.2 The Directors may from time to time make such arrangements or regulations (if any) as they may from time to time in their absolute discretion think fit in relation to the giving of notices or other documents or information by electronic means by or to the Company and otherwise for the purpose of implementing and/or supplementing the provisions of these Articles and the Statutes in relation to electronic means; and such arrangements and regulations (as the case may be) shall have the same effect as if set out in this Article. and the Articles and cross-references therein shall be renumbered accordingly.

(d) by the insertion of the following definitions alphabetically in Article 2:

“the 2006 Act” means the Companies Act 2006;

“address” shall, in any case where electronic form is permitted by or pursuant to these Articles or the 2006 Act, include a number or address used for the purpose of sending or receiving documents or information by electronic means but, in any other case, shall not include any number or address used for such purpose;

“electronic form” and “electronic means” shall, where the context so admits, have the same meaning as in the 2006 Act;

“London Stock Exchange” means London Stock Exchange plc;

“Member” means a member of the Company;

“properly authenticated dematerialised instruction” shall have the same meaning as in the Regulations; and

“Relevant system” shall have the same meaning as in the Regulations.

(e) by the deletion of the fourth from last paragraph of Article 2 being “For the purposes of these Articles, a dematerialised instruction is properly authenticated if it complies with the specifications referred to in paragraph 5(b) of Schedule 1 to the Regulations.”.

Proxy votes for: 63,910,144

Discretionary proxy votes: 129,020

Proxy votes against: 25,000

Proxy votes withheld: 13,480