MARSTON, THOMPSON & EVERSHED LIMITED

Company No 48254

THE COMPANIES ACT 1985

AND
THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES
ELECTIVE RESOLUTIONS

OF

MARSTON, THOMPSON & EVERSHED LIMITED

PASSED THE 21st day of January 2004.

At the annual general meeting of the above named company, duly convened and held at Edgbaston Cricket Ground, Edgbaston on 21 January 2004 at 4pm, the following resolutions were proposed and passed as ELECTIVE RESOLUTIONS:-

- (i) That, pursuant to Section 366A of the Companies Act 1985, the company hereby elects to dispense with the holding of an annual general meeting in January 2006 and in each subsequent year.
- (ii) That, pursuant to Section 252 of the Companies Act 1985, the company hereby elects to dispense with the laying of accounts and reports before the company in general meeting in respect of the year ended 30 September 2005 and subsequent years.
 - (ii) That, pursuant to Section 386 of the Companies Act 1985, the company hereby elects to dispense with the obligation to appoint auditors annually.

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Registered Office: P.O Box 26, Park Brewery, Wolverhampton, WV1 4NY

