Company Number: 71805

## **THE COMPANIES ACT 1985**

## RESOLUTION

Of

PA (GI) LIMITED (the "Company")

## Dated 29 March 2006

By a resolution passed at the Annual General Meeting of the Company it was unanimously resolved by the sole member of the Company entitled to attend and vote, that in accordance with Section 379A of the Companies Act 1985 ("the Act") the Company elects:

## **ELECTIVE RESOLUTIONS**

- 1. Pursuant to section 252 of the Act, to dispense with the laying of accounts and reports before the company in general meetings;
- 2. Pursuant to section 366A of the Act, to dispense with the holding of annual general meetings; and
- 3. Pursuant to section 386 of the Act, to dispense with the obligation to reappoint auditors annually.

J Wilman

**Company Secretary**