

ELECTIVE RESOLUTION  
TELEPLAN RENTALS LTD.

4. That the Company elects in accordance with section 379A of the Companies Act 1985 ("the Act") that:
- (a) pursuant to section 252 of the Act, the directors of the Company in respect of this and subsequent financial years shall not, and they shall not be required to, lay before the Company in general meeting copies of the Company's annual accounts, the directors' report and the auditors' report on those accounts;
  - (b) pursuant to section 366A of the Act, the Company shall not in this and subsequent years hold annual general meetings;
  - (c) pursuant to section 386 of the Act, the Company shall not appoint its auditors annually; and
  - (d) pursuant to section 80A of the Act, the directors of the Company be authorised generally and unconditionally to allot relevant securities (as defined in section 80 of the Act) up to an aggregate nominal amount equal to the difference between the Company's authorised share capital and the Company's issued share capital as at the date of this resolution.

.....*P. J. Doleerty*.....

Dated .....19.....06..... 1995

for and on behalf of

**SHOPACHECK FINANCIAL SERVICES  
LIMITED**

.....*P. J. Doleerty*.....

Dated .....19.06..... 1995

for and on behalf of

**CATTLE'S PROVIDENT TRUST LIMITED**

