

Company No. 146560

**WRITTEN RESOLUTION OF THE MEMBERS  
OF  
BP OIL LLANDARCY REFINERY LIMITED**

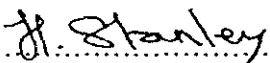
dated 25 September 1998

**SPECIAL RESOLUTION**

"Companies Act 1985, Section 250 as amended by Section 14 of the Companies Act 1989 and by SI No. 1992/3003.

THAT the accounts of the company for the financial year ending 31 December 1996 having been sent out in accordance with Section 238(1) of the Companies Act 1985, and the company, having been dormant since the end of that year, resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors."

I certify that the above is a true copy of the written special resolution (in accordance with Section 381A CA 1985) passed and signed by all the members of BP Oil Llandarcy Refinery Limited (company number :146560) on 25 September 1998.

  
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Company Secretary  
of BP Oil Llandarcy Refinery Limited

Date: 16 October 1998

