

Company No 159414

THE COMPANIES ACTS 1985 TO 1989

RESOLUTIONS dated the 14th day of March 2005 agreed to by the members of the
Company taking effect as

WRITTEN ELECTIVE RESOLUTIONS

of

CARILLION HI-TECH LIMITED

presented for filing pursuant to Section 380(1) and 4(bb) of the Companies Act 1985

WE being the members of the above named Company, hereby resolve, and agree that resolutions
number (1) (2) (3) and (4) shall take effect as WRITTEN ELECTIVE RESOLUTIONS, as follows:

- (1) "THAT the provisions of Section 80(A) of the Companies Act 1985 shall apply, instead of the
provisions of Section 80 (4) and (5) thereof, in relation to the giving or renewal, after the date
of this resolution, of an authority under the said Section 80."
- (2) "THAT the Company shall, with effect from the date of this resolution, dispense with the
laying of accounts and reports before the Company in general meeting."
- (3) "THAT the Company shall, with effect from the date of this resolution, dispense with the
holding of Annual General Meetings."
- (4) "THAT the Company dispense with the obligation to appoint auditors annually."

SIGNED for and on behalf of the members and dated the 14th day of March 2005

Name of Member

Carillion Construction Limited

Carillion Construction (Nominees) Limited

Signature

duly authorised for and on behalf of
Carillion Construction Limited

duly authorised for and on behalf of
Carillion Construction (Nominees) Ltd

