

24 - 05 - 97

Company Number: 174142

THE COMPANIES ACT 1908 to 1917, 1948 to 1967

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

OF

SLOUGH HEAT & POWER LIMITED
(Passed on 13th May 1997)

At the ANNUAL GENERAL MEETING of the Members of the above Company duly convened and held on 13th May 1997 the following elective resolution was passed:

ELECTIVE RESOLUTION

- "1. THAT in accordance with Section 366A of the Companies Act 1985, the Company shall dispense with the holding of annual general meetings.
2. THAT in accordance with Section 252 of the Companies Act 1985, the Company shall dispense with the laying of accounts and reports before the Company in general meetings.
3. THAT in accordance with Section 386 of the Companies Act 1985, the Company shall dispense with the obligation to appoint auditors annually and that during the term that such dispensation is in force the Directors be and are hereby authorised to fix the auditors remuneration."

J. R. Probert

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Secretary

