

185691

## LAMP CAPS LIMITED

Minutes of the Annual General Meeting  
held at Siemens House, Oldbury, Bracknell, Berkshire, RG12 8FZ  
at 10.20 am on 20th December 1995

Present: Mr I P Howard (In the Chair)  
(representing THORN (MPR) Limited)

Mr R Caban  
(as proxy for OSRAM Limited)

**Directors' Report and Financial Statements for the year ended 31 March 1994**

IT WAS RESOLVED that the Directors' Report and the audited financial statements for the year ended 31 March 1994 now submitted to the Meeting be received and adopted.

**Special Resolution - Auditors**

IT WAS RESOLVED THAT the Company having satisfied the provisions of Section 250, Companies Act 1985 (as amended), relating to dormant companies, the Company be exempt from the obligation to appoint auditors as otherwise required by Section 384 (as amended) of that Act.

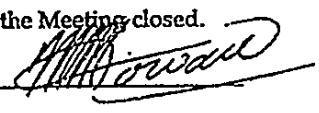
**Elective Resolution**

IT WAS UNANIMOUSLY RESOLVED as an Elective Resolution that:

"It is hereby unanimously resolved as an elective resolution in accordance with Section 379A of the Companies Act 1985 ("the Act")

- THAT (A) The provisions of Section 80A of the Act shall apply, instead of the provisions of section 80(4) and (5) of the Act, in relation to the giving or renewal, after passing of this resolution, of an authority under the said Section 80.
- (B) The Company hereby elects:
- i. pursuant to Section 252 of the Act, to dispense with the laying of accounts before the Company in general meeting in respect of the year ended 1995 and subsequent financial years;
  - ii. pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings in respect of the year ended 1996 and subsequent years;
  - iii. pursuant to Sections 369(A) and 378(3) of the Act, that the provisions of those Sections shall have the effect in relation to the Company as if for the reference to 95 per cent in those provisions there were substituted reference to 90 per cent.

There being no further business, the Chairman declared the Meeting closed.

Chairman: 

Date: 21.12.95



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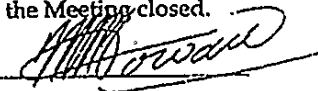
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