

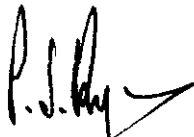
Reg. No. 242864

Written Elective Resolution of William Timpson Ltd.

We, the undersigned Members of the Company being all the Members who at the date hereof would be entitled to attend and vote at a general meeting of the Company, hereby resolve as follows, such resolution to take effect as an elective resolution of the Company pursuant to s366A (Section 119) of the Companies Act 1985:

to dispense with the annual appointment of Auditors.

Date: 30 May 2000



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For and on behalf of
The Oliver Group Plc

