COMPANY NUMBER: 343544

THE COMPANIES ACT 1985 COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

OF

HILL SAMUEL BANK LIMITED

PASSED THE 22ND DAY OF AUGUST, 2000

Pursuant to section 381A of the Companies Act 1985, the sole member entitled to attend and vote at general meetings of the company, resolved as a special resolution:

"That the company, having satisfied the provisions of section 250 of the Companies Act 1985 relating to dormant companies, be exempt from the obligation to appoint auditors as otherwise required by section 384 of the Act".

COMPANY SECRETARY

