

Company No. 368815
Companies Acts 1985 and 1989

BASS HOTELS AND HOLIDAYS LIMITED
CERTIFIED RESOLUTIONS PASSED AT THE ANNUAL GENERAL
MEETING OF THE COMPANY HELD ON 6 MAY 1994

I hereby certify that the following is a true and fair copy of Resolutions passed at the Annual General Meeting of the Company as Elective and Special Resolutions:

Elective Resolutions

THAT the Company hereby elects:

- a) pursuant to Section 366A of the Companies Act 1985 (as amended) ("the Act"), to dispense with the holding of Annual General Meetings
- b) pursuant to Section 252 of the Act, to dispense with the laying of Accounts and Reports before the Company in General Meeting

Special Resolution

THAT the Company, having been dormant within the meaning of section 250 of the Companies Act 1985 during the year ended September 30, 1993 hereby resolves to make itself exempt from the obligation to appoint auditors as otherwise required by the Companies Act 1985.



S A Toon
Secretary
6 May 1994

