Registered No. 459577

COMPANIES ACT 1985

A PRIVATE COMPANY LIMITED BY SHARES

FLECTIVE RESOLUTIONS

OF

THE STOCK EXCHANGE (HOLDINGS) LIMITED

Extract from the minutes of the Extraordinary General Meeting of the above company duly convened and held at The Stock Exchange, London, EC2N 1HP on 20th March 1991.

"The Chairman proposed the following Elective Resolutions:

- THAT in accordance with the provisions of Section 1. 252 of the Companies Act 1985 (as amended) the Company does hereby dispense with the laying of accounts and reports before the company in general meeting in respect of the year ended 31st March 1991 and subsequent financial years.
- THAT in accordance with the provisions of Section 366A of the Companies Act 1985 (as amended) the Company does hereby dispense with the holding of the annual general meeting for 1991 and subsequent years.

Resolutions 1. and 2. were approved unanimously by all the shareholders."

Certified a true copy of the original.

Signed:

Secretary

Dated: 20th March, 1991

er

COMPARES HOUSE

2 2 MAR 1991