COMPANY NO. 00707565

BRITISH VITA COMPANY (ENGINEERING) LIMITED

(the *Company*)

WRITTEN MEMBERS' RESOLUTION

In accordance with Article 10 of the Articles of Association of the Company, **WE**, being all the members of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, **DECLARE** that the following resolutions shall have effect as if passed by the Company in general meeting and accordingly **WE RESOLVE**:

Elective Resolutions

1. **That** for the purpose of section 252 of the Companies Act 1985 the Company elects to dispense with the laying of accounts and reports before the Company in general meeting.

2. **That** for the purpose of section 366A of the Companies Act 1985 the Company elects to dispense with the holding of annual general meetings.

3. **That** for the purpose of section 386 of the Companies Act 1985 the Company elects to dispense with the obligation to appoint auditors annually.

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on behalf of
BRITISH VITA UNLIMITED

Dated: 17/4/07

THURSDAY
AUB2QP1X
A48 26/04/2007 522
COMPANIES HOUSE