

**THE COMPANIES ACT 1985**  
**COMPANY LIMITED BY SHARES**  
**COPY RESOLUTIONS**  
**of**  
**DIAL CONTRACTS LIMITED**  
**("Company")**

**PASSED ON 8 DECEMBER 2006**

At the annual general meeting of the Company duly convened and held on 8 December 2006, the following resolutions were duly passed as ordinary and elective resolutions as indicated below:

**ORDINARY RESOLUTIONS**

1. **That**, the directors' report and the Company's annual accounts for the year ended 31 December 2005, together with the auditors' report on those accounts be approved.
2. **That**, PricewaterhouseCoopers LLP be re-appointed as auditors of the Company to hold office from the conclusion of the meeting until the conclusion of the next general meeting of the Company at which accounts are laid and to authorise the directors to fix their remuneration.

**ELECTIVE RESOLUTIONS**

3. **That**, in accordance with sections 252 and 379A of the Companies Act 1985, the Company dispenses with the laying of accounts and reports before the Company in general meeting.
4. **That**, in accordance with sections 366A and 379A of the Companies Act 1985, the Company dispenses with the holding of annual general meetings.
5. **That**, in accordance with sections 379A and 386 of the Companies Act 1985, the Company dispenses with the obligation to appoint auditors annually.

  
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Director/Secretary

