

Number of)
Company)1018079.....

The Companies Act 1985

COMPANY LIMITED BY SHARES

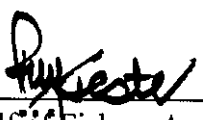
SPECIAL RESOLUTION
by means of a
RESOLUTION OF THE MEMBERS IN WRITING
of

FISHERS FEEDS LIMITED

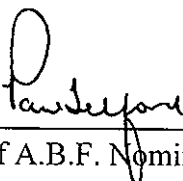
Pursuant to Section 381A of the Companies Act 1985 ('the Act') we the undersigned, being all the members of the company who at the date of this resolution are entitled to attend and vote at a general meeting of the company hereby resolve as a SPECIAL RESOLUTION:

RESOLUTION

"That in accordance with section 252 of the Companies Act 1985 the company be exempt from the obligation to appoint auditors under section 384 of the Act"



For and on behalf of Fishers Agricultural Holdings Limited, Director



For and on behalf of A.B.F. Nominees Limited, Director

Dated this.....28th.....day of January 1998

