

THE COMPANIES ACT 1985

Company Number 1102208

ELECTIVE RESOLUTIONS OF
MARIE STOPES INTERNATIONAL

At an Extraordinary General Meeting of the Company duly convened and held at 153-157 Cleveland Street, London W1T 6QW on 11 APRIL 2007 the following resolutions were duly passed as Elective Resolutions

"(1) THAT in accordance with the provisions of Section 252 of the Companies Act 1985 ("the Act") (as replaced by Section 16 of the Companies Act 1989) the Company dispenses with the laying of accounts and reports before the Company in general meeting, and

(2) THAT in accordance with the provisions of Section 366A of the Act, the Company - dispenses with the holding of annual general meetings, and

(3) THAT in accordance with the provisions of Sections 386 of the Act (as replaced by Section 119 of the Companies Act 1989) the Company dispenses with the obligation to appoint auditors annually "

EWS tynon

Chairman

Accepted
Phil x *[Signature]* *x*
[Signature]

