

NO. 1273312

THE COMPANIES ACT 1948 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

OF

CHELMHILL MOTORS LIMITED

At an EXTRAORDINARY GENERAL MEETING of the Company, duly convened and held at 4 Highlands Court, Cranmore Avenue, Shirley, Solihull, West Midlands, B90 4LE on the 1st November 1995 the following Resolutions were duly passed as ELECTIVE RESOLUTIONS of the Company with the unanimous agreement of all the members entitled to attend and vote.

ELECTIVE RESOLUTION

THAT pursuant to Section 252 of the Companies Act 1985, the Company hereby elects to dispense with the requirement to lay the annual accounts and the directors' and auditor's report before the general meeting of the Company.

ELECTIVE RESOLUTION

THAT pursuant to Section 386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint Auditors annually.

ELECTIVE RESOLUTION

THAT pursuant to Section 366A of the Companies Act 1985, the Company hereby elects to dispense with the requirement to hold an annual general meeting each year.



A J Pitt

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Secretary - A J Pitt