

15 - 10 - 96

Company Number: 1284934

THE COMPANIES ACTS 1985-1989

COMPANY LIMITED BY SHARES

RESOLUTIONS OF WARWICK CASTLE LIMITED

AT THE ANNUAL GENERAL MEETING of the above-named Company, duly convened and held at Maple House, 149 Tottenham Court Road, London, W1P 0DX on Friday 9 August 1996, the following resolutions were duly passed as Elective Resolutions:

ELECTIVE RESOLUTION

THAT in accordance with Section 252 of the Act, an election be made to dispense with the laying of accounts and reports before the Company in general meeting.

ELECTIVE RESOLUTION

THAT in accordance with Section 366A of the Act, an election be made to dispense with the holding of Annual General Meetings.

ELECTIVE RESOLUTION

THAT in accordance with Section 386 of the Act, an election be made to dispense with the obligation to appoint auditors annually.

Peter A. Burrows

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Chairman

