

03 - 02 - 98

Company Number : 1342589

THE COMPANIES ACT 1985

NEI THOMPSON LIMITED

Passed 19th December 1997

The following resolutions were passed on 19 December 1997 by Shareholders Resolution in Writing in accordance with section 381A of the Companies Act 1985 (the Act).

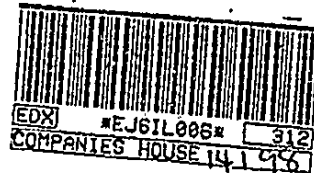
ELECTIVE RESOLUTIONS

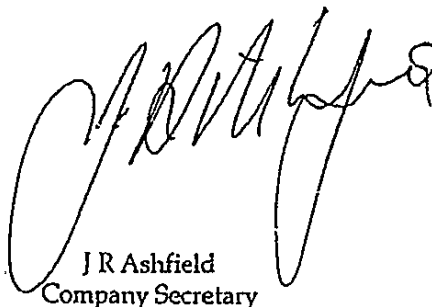
The Company hereby elects to dispense with the laying of the Annual Report before the Company in General Meeting pursuant to Section 252 of the Act.

The Company hereby elects to dispense with the holding of Annual General Meetings pursuant to Section 366A of the Act.

SPECIAL RESOLUTION

That the Company, being dormant in accordance with the Companies Act 1985, Section 250, resolves to make itself exempt from the obligation to appoint auditors as otherwise required by Companies Act 1985, Section 384.




J R Ashfield
Company Secretary

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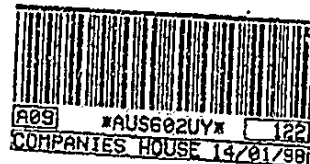
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