

Company No: 1612733

DHP TRUSTEE COMPANY

The Companies Act 1985

COMPANY LIMITED BY SHARES

RESOLUTIONS

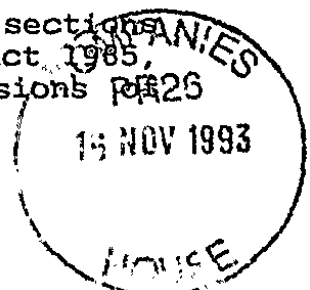
Passed 12th November 1993

AT an extraordinary general meeting of the Company, duly convened and held on 12th November 1993 the following resolutions were duly passed as indicated below:

RESOLUTIONS

As elective resolutions

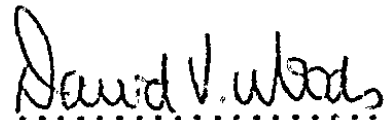
1. That, pursuant to the provisions of section 252 of the Companies Act 1985, the Company elects to dispense with the laying of accounts and reports before the Company in general meeting.
2. That, pursuant to the provisions of section 366A of the Companies Act 1985, the Company elects to dispense with the holding of annual general meetings.
3. That, pursuant to the provisions of section 386 of the Companies Act 1985, the Company elects to dispense with the obligation to appoint auditors annually.
4. That, pursuant to the provisions of section 80A of the Companies Act 1985, the Company elects that the provisions of such section 80A shall apply, instead of the provisions of sections 80(4) and (5) of that Act, in relation to the giving or renewal, after the passing of this resolution, of an authority under such section 80.
5. That, pursuant to the provisions of sections 369(4) and 378(3) of the Companies Act 1985, the Company elects that the provisions of



paragraphs (a) and (b) of both of those sections shall have effect in relation to the Company as if for the references to 95 per cent. contained therein there were substituted references to 90 per cent. or such greater percentage as may subsequently be determined by the Company in general meeting.

As an ordinary resolution

6. That, pursuant to the provisions of sections 80 and 80A of the Companies Act 1985 and subject to the passing of the resolution numbered 4 in the notice convening this meeting, the Directors are generally and unconditionally authorised for an indefinite period to exercise all the powers of the Company to allot relevant securities as defined by such section 80, provided that the maximum amount of such securities which may be allotted under this authority (within the meaning of such section 80) is £100; the authority granted by this resolution is in substitution for any authority to allot relevant securities previously granted to the Directors which (to the extent that it remains in force and unexercised) is revoked.


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CHAIRMAN OF THE MEETING