

WESTLAND SYSTEM ASSESSMENT LIMITED

Company Number 1764218


Pursuant to Section 381A of the Companies Act 1985 we the undersigned, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, hereby resolve:

That in accordance with Section 379A of the Companies Act 1985 (the 'Act') the Company hereby elects:

- (i) pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings;
- (ii) pursuant to Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting; and
- (iii) pursuant to Section 386 of the Act, to dispense with the appointment of auditors annually.



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For GKN Westland Industries Limited

23-9-98
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T. J. Wills.

29.9.98
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Certified true copy

Company Secretary
29 September 1998