

**THE COMPANIES ACT 1985**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTIONS OF**  
**AIRCONAIRE SERVICES LIMITED**

We, being all the members of the above named Company, entitled to receive notice of and to attend and vote at General Meetings hereby pass the following written resolutions as ELECTIVE RESOLUTIONS and agree that the said resolutions shall, pursuant to the Articles of Association of the Company, or pursuant to any applicable rule of law, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

**ELECTIVE RESOLUTIONS**

IT WAS RESOLVED:

- (a) THAT in accordance with the provisions of Section 252 of the Companies Act 1985 the company hereby dispenses with the laying of accounts and reports before the company in General Meeting in respect of the year ending 31 August 2001 and subsequent financial years
- (b) THAT in accordance with the provisions of Section 366A of the Companies Act 1985 the company hereby dispenses with the holding of Annual General Meetings for 2001 and subsequent years
- (c) THAT in accordance with the provisions of Section 386 of the Companies Act 1985 the company hereby dispenses with the obligation to appoint auditors annually and that during the term that such dispensation is in force the Directors be and they are hereby authorised to fix the remuneration.

*CLD Allen R Allen*

For and on behalf of  
Canex Refrigeration Limited

Dated: 18.09.2000

*[Signature]*  
Mr J H Allen

Dated: 18.09.2000

