

COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

KLEINWORT BENSON INVESTMENT MANAGEMENT LIMITED

ELECTIVE RESOLUTIONS

At the ANNUAL GENERAL MEETING of the Company, duly convened and held on Tuesday, 27th April 1999, the following resolutions were passed as elective resolutions:-

ELECTIVE RESOLUTIONS

1. THAT the Company hereby elects to dispense with the laying of accounts before the Company in general meeting in accordance with the provisions of section 252 of the Companies Act 1985 (inserted by the Companies Act 1989).
2. THAT the Company hereby elects to dispense with the holding of annual general meetings in accordance with the provisions of section 366A of the Companies Act 1985 (inserted by the Companies Act 1989).
3. THAT the Company hereby elects to dispense with the obligation to appoint auditors annually in accordance with the provisions of section 386 of the Companies Act 1985 (inserted by the Companies Act 1989).

..... P. L. Long Secretary

