The Companies Act 1985

COMPANY LIMITED BY SHARES

Special Resolution

(Pursuant to s. 378 (2) of the Companies Act 1985)

OF

REED PENSIONS NOMINEE LIMITED

Passed 7 September , 19 95

ANNUAL

'6 Chesterfield Gardens, London WlA 1EJ

on the 7th day of September , 1995 the subjoined SPECIAL RESOLUTION'S were duly passed, viz.:—

RESOLUTION

That the Company having satisfied the provisions of Section 250, Companies Act 1985, relating to dormant companies, be exempt from the obligation to appoint Auditors as otherwise required by Section 384 of that Act.

Signature ..

Secretary

A32 *A778 FDC* - 34

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To be signed by he Chairman, a Director, or the Secretary of the Company

Note.—To be filed within 15 days after the passing of the Resolution(s).

[P.T.O.

Note.—The Registrar of Companies is prepared to accept copy resolutions or agreements if produced by the following processes:—

Letterpress, Gravure, Lithography, Stencil duplicating, Offset Lithography, "Office" Type-Set, Electrostatic Photocopying, "Photostat" or similar processes properly processed and washed; or if produced by spirit duplicator, or if typed.

No document will be accepted however, if, in general appearance, legibility, format or durability, it is unsuitable for publication and use on the Company's public file.