

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION
OF
ROOD NOMINEES LIMITED

PASSED ON 22ND JULY 1991

At an Annual General Meeting of the Company duly convened and held on 22nd July 1991 the following resolution was passed as an ELECTIVE RESOLUTION in accordance with Section 379(A) of the Companies Act 1985:-

THAT the company hereby elects-

- a) pursuant to Section 252 Companies Act 1985 (as inserted by Section 16 Companies Act 1989) to dispense with the laying of accounts and reports before the company in general meeting;
- b) pursuant to Section 366A Companies Act 1985 (as inserted by Section 115(2) Companies Act 1989) to dispense with the holding of annual general meetings;
- c) pursuant to Section 386 Companies Act 1985 (as inserted by Section 119 Companies Act 1989) to dispense with the annual appointment of auditors;
- d) pursuant to Sections 369(4) and 378(3) of Companies Act 1985, that the provisions of these Sections shall have effect in relation to the company as if for the reference to 95 per cent in the those provisions there were substituted reference to 90 per cent.

KRA/DEF/KAT.333.2

