

02-11-95

Company Number 2306280

THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS OF

BALFOUR BEATTY CIVIL ENGINEERING LIMITED

At the Annual General Meeting of the members of the above-named Company duly convened and held at 7 Mayday Road, Thornton Heath, Surrey CR7 7XA on the 23rd day of October 1995, the following Elective Resolutions in accordance with Section 379 A of the Companies Act 1985 ("the Act") were passed unanimously, in person or by proxy, by all the Members entitled to attend and vote at the meeting:-

ELECTIVE RESOLUTIONS

THAT pursuant to S.252 of the Act, the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting;

THAT pursuant to S.366A of the Act, the Company hereby elects to dispense with the holding of annual general meetings;

THAT pursuant to S.386 of the Act, the Company hereby elects to dispense with the obligation to appoint auditors annually.


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SECRETARY

