

Company Number: 2331936

THE COMPANIES ACT 1985 AND 1989

WRITTEN RESOLUTIONS

of

UNIVERSITY OF SOUTHAMPTON HOLDINGS LIMITED

We, the undersigned being all the Members for the time being of the above named Company entitled to receive Notice of and to attend and vote at General Meetings HEREBY PASS the following ordinary resolutions and agree that the said resolutions shall, pursuant to Section 381 (A) of the Companies Act 1985 for all purpose be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

RESOLUTIONS

1. That with effect from the passing of this resolution the person holding office as auditor of the Company immediately prior to the passing of this resolution shall not in accordance with Section 393 of the Companies Act 1985 be deemed to be re-appointed as auditor of the Company.
2. That subject to the passing of and in place of the auditors ceasing to act as such by the preceding resolution and with effect from the passing of this resolution that Messrs Price Waterhouse be appointed auditor of the Company subject to the Memorandum and Articles of Association for the time being of the Company.

Dated this 26 day of May 1993.

Chishawell, Director of Finance
Signed *for University of Southampton*
THE UNIVERSITY OF SOUTHAMPTON

