

14 - 05 - 96

Company No. 2362953

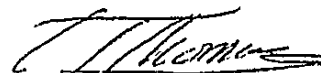
The Companies Act 1985 and 1989
Company Limited By Shares
Elective Resolution
Of

Hanson Industrial (Engineering Holdings) Limited

At a General Meeting of the above named company duly convened and held on 1 May 1996, the following resolutions were passed as Elective Resolutions:-

THAT pursuant to Section 379A of the Companies Act 1985 & 1989, the company shall henceforth unless and until this resolution shall be revoked:-

- a) Apply the provisions of Section 80A of the Act instead of the provisions 80(4) and (5) of the Act, in relation to the giving or renewal, after the passing of this resolution of any authority under that section;
- b) Dispense with the laying of accounts and reports before the company in general meeting for the purposes of Section 252 of the Act;
- c) Dispence with the holding of Annual General Meeting s for the purposes of Sectoin 366A of the Act; and
- d) Dispense with the obligation to appoint auditors annually for the purposes of Section 386 of the Act, whenever applicable.


C J Thomas
CHAIRMAN

