

20 - 07 - 95

THE COMPANIES ACT 1985

COMPANY LIMITED BY GUARANTEE

SPECIAL RESOLUTION

of

LEEDS METROPOLITAN UNIVERSITY ENTERPRISES LIMITED
(Registered in England No 2369724)

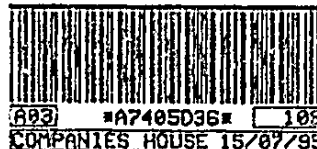
Passed 12 July 1995

Pursuant to section 381 Companies Act 1985 (as amended by Companies Act 1989), the following resolutions were duly passed as Elective Resolutions:

ELECTIVE RESOLUTIONS

1. THAT the Company hereby elects pursuant to section 252(1) of the Companies Act 1985 to dispense with the laying before the Company in general meeting of accounts and reports for the current financial year of the Company and all subsequent financial years.
2. THAT the Company hereby elects pursuant to section 366A(1) of the Companies Act 1985 to dispense with the holding of an annual general meeting for the current year and all subsequent years.
3. THAT the Company hereby elects pursuant to section 386(1) of the Companies Act 1985 to dispense with the obligation to appoint auditors annually.

Chairman: Bo Alford



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