

Alderley (Overseas) Ltd

Company No. 2640726

NOTICE IS HEREBY GIVEN that an EXTRAORDINARY GENERAL MEETING OF THE Company will be held at Wickwar on the tenth day of March 1997 at 10.00 am for the purposes of considering, and if thought fit, passing the following resolutions numbered 1,2, and 3 as elective resolutions:-

ELECTIVE RESOLUTIONS

1. That pursuant to Section 379A, and for the purposes of Section 366A of the Companies Act 1985 (as amended) the Company hereby elects to dispense with the holding of Annual General Meetings.
2. That pursuant to Section 379A, and for the purposes of Section 252 of the Companies Act 1985 (as amended) the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meetings.
3. That pursuant to Section 379A, and for the purposes of Section 386 of the Companies Act 1985 (as amended) the Company hereby elects to dispense with annual appointment of auditors.

By order of the Board

dated the tenth day of March 1997

Registered office:

Alderley House
Arnolds Field Estate
WICKWAR
Glos. GL12 8NP

Lisa Reed



CONSENT TO SHORT NOTICE

We, the undersigned, being all the members of Alderley (Overseas) Ltd having the right to attend and vote at the Meeting called by the foregoing notice HEREBY AGREE to the calling of the Meeting by the foregoing notice and the proposing and passing of the resolutions set out in the Notice as special and elective resolutions of the Company, notwithstanding than less than twenty-one days notice of the meeting and of the resolutions has been given.

Dated this tenth day of March 1997

A J V Shepherd

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A. J. V. Shepherd

J B Cappi
(for Alderley Holdings Ltd)

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J B Cappi