No. 2666311

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

SPECIAL RESOLUTION

M&A PARTNERS LIMITED

- of -

(PASSED 26 September 1996)

At an Extraordinary General Meeting of the above-named Company duly convened and held at 1 Riding House Street, London W1A 3AS on 26 kptcmber 1996 the following resolution was duly passed as a special resolution:—

## RESOLUTION

THAT the Company make itself exempt from the provisions of PART VII of the Companies Act 1985 relating to the audit of accounts.

Director

