

Certified a true copy of the original

*Juliet Dearlove*

Juliet Dearlove  
Company Secretary

Company Number 2670499

THE COMPANIES ACT 1985

-and-

THE COMPANIES ACT 1989

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PRIVATE COMPANY LIMITED BY SHARES

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WRITTEN RESOLUTION OF THE SHAREHOLDER

of

TULLETT LIBERTY (SECURITIES) LIMITED  
(the "Company")

passed on 17 March 2005

I, the undersigned, being the authorised representative of the Member of the Company who at the date of these resolutions would be entitled to attend and vote at a general meeting of the Company, hereby agree pursuant to Section 381A of the Companies Act 1985 to the following Resolutions (which would otherwise be required to be passed as Elective Resolutions):

1. THAT the Company hereby elects pursuant to Section 252 of the Companies Act 1985 to dispense with the laying of accounts and reports before the Company in general meeting.
2. THAT the Company hereby elects pursuant to Section 366A of the Companies Act 1985 to dispense with the holding of annual general meetings.
3. THAT the Company hereby elects pursuant to Section 386 of the Companies Act 1985 to dispense with the obligation to appoint auditors annually.

*SR Corker*  
.....  
Stephen Corker  
For and on behalf of  
Tullett Liberty (No. 2) Limited

*17 March 2005*  
.....  
Date



A50  
COMPANIES HOUSE

0443  
01/04/05