

COMPANY NO: 2678223

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

of

NGC LEASING LIMITED

Passed on 3 November 1998

At the Annual General Meeting of the above-named Company duly convened and held on 3 November 1998, the following three Resolutions were duly passed as Elective Resolutions of the Company.

ELECTIVE RESOLUTIONS

THAT pursuant to Section 366A of the Companies Act 1985, the Company hereby elects to dispense with the holding of Annual General Meetings in 1999 and subsequent years until this election is revoked.

THAT pursuant to Section 252 of the Companies Act 1985, the Company hereby elects to dispense with the laying of reports and accounts before the Company in General Meeting.

THAT pursuant to Section 386 of the Companies Act 1985, the Company hereby elects to dispense with the obligation to appoint auditors annually.



D C Forward
Secretary

