The Companies Acts 1985 and 1989

Written Elective Resolutions

- of -

Zurich Municipal Marketing Services Limited

Passed	on	the	16th	day	of	February	1994

That, in accordance with Sections 381A and 379A of the Companies Act 1985 (as introduced by the Companies Act 1989) the following Written Elective Resolutions pursuant to, respectively, Sections 366A, 386 and 252 of the Companies Act 1985 as amended by the Companies Act 1989, be and they are hereby adopted and passed as Resolutions of the Company by all of the members who at the date of these Resolutions would be entitled to attend and vote at a general meeting of the Company:—

- 1. To dispense with the holding of Annual General Meetings.
- 2. To dispense with the appointment of auditors annually.
- 3. To dispense with the requirements to lay accounts and reports before the Company in general meeting.

Chairman Companies 23 FEB 1994