2742081

STEARN SPARES LIMITED

Shareholder's Written Elective Resolutions under S.379A and S.381A of the Companies Act 1985

The Company hereby resolves:

- 1: THAT in accordance with Section 366A(1) of the Companies Act 1985 (as amended by Section 115 of the Companies Act 1989) the Company be authorised to dispense indefinitely with the holding of Annual General Meetings.
- 2. THAT in accordance with Section 252 of the Companies Act 1985 (as amended by Section 16 of the Companies Act 1989) the Company be authorised to dispense with the requirement of laying the Accounts and Reports before the Company in General Meeting.

Signature

Name

On behalf of Stearn Electric Company Ltd.

Dated: 22nd September 1993.

-8 OCT 1993