

Number of Company: 2803116

The Companies Act 1985
Company Limited by Shares
Special Resolution
Of
Winchester Pictures Limited

Passed 14 May 2002

At an **Annual General Meeting** of the above named Company, duly convened and held at 19-21 Heddons Street, London W1B 4BG on 14 May 2002 the subjoined **Elective Resolutions** were duly passed. viz:

Elective Resolutions

THAT in accordance with the provisions of Section 252 of the Companies Act 1985 the Company hereby dispenses with the laying of accounts and reports before the Company in General Meeting in respect of the year ending 31 March 2003 and subsequent financial years.

THAT in accordance with the provisions of Section 366A of the Companies Act 1985 the Company hereby dispenses with the holding of the Annual General Meeting for 2003 and subsequent years.

THAT in accordance with the provisions of Section 386 of the Companies Act 1985 the Company hereby dispenses with the obligation to appoint auditors annually.

.....
Chairman - SK Taylor

0092-02/minutes/winchester

