

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

THE GENERAL PROPERTY INVESTMENT COMPANY LIMITED

Registered number: 02910783

WRITTEN RESOLUTION

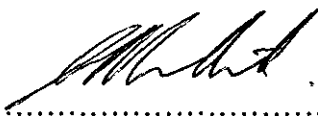
In accordance with regulation 53 of Table A ("Table A") in the schedule to the Companies (Tables A to F) Regulations 1985 (as amended), we, the undersigned, being the sole member of the Company entitled for the time being to attend and vote at general meetings of the Company hereby resolve that the following resolutions of the Company and agree that the said resolution shall for all purposes be as valid and effectual as if the same had been passed at a general meeting of the Company duly convened and held with the requisite notice:

THAT:

- (a) the Company will appoint PricewaterhouseCoopers LLP as auditors under section 385A Companies Act 1985, Pt VII, Ch V.
- (b) PricewaterhouseCoopers LLP will take over the existing engagement letter between the Company and PricewaterhouseCoopers with immediate effect, on identical terms and conditions.

Dated:

13 March 2003 .



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for and on behalf of
Pacific Investment PLC

