

COMPANY NUMBER 2968995

THE COMPANIES ACT 1985

ELECTIVE RESOLUTION OF

EATONJEAN (1994) LIMITED

At the General Meeting of the above-named company, held on 29 June 1997, the following Special Resolution was duly passed:-

That pursuant to the provisions of section 252(1) of the Companies Act 1985, the members of the company elect to dispense with the obligation to lay accounts and reports before the company in general meeting, as otherwise required by section 241(1) of that Act, Such dispensation to apply to the accounts and reports for the period ended 30 September 1996 and subsequent years.

That pursuant to the provisions of section 366A(1) of the Companies Act 1985, the members of the company elect to dispense with holding annual general meetings, as otherwise required by section 366(1) of that Act, such dispensation to apply to the annual general meeting for 1998 and subsequent years.

That pursuant to the provisions of section 386(1) of the Companies Act 1985, the members of the company elect to dispense with the obligation to appoint auditors annually, as otherwise required by section 385(2) of that Act, and that the company's auditors Messrs Gilroy & Brookes of 247 High Street, ALDERSHOT, shall remain in office until the company shall otherwise resolve.



C J Mc Caffray

Secretary

