

Company Number 03024163

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION OF

TELCO ENGINEERING LIMITED

Dated this 8th day of March 1996

We the undersigned, being all the members of the Company who, at the date of this Resolution would be entitled to attend and vote at general meetings of the Company HEREBY VOTE IN FAVOUR of the following Elective Resolution as a Special Resolution which shall, for all purposes be valid and effective as if the same had been passed at a general meeting of the Company duly convened and held:

- a. *That pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of annual general meetings in 1996 and subsequent years until this election is revoked.*
- b. *That pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting.*
- c. *That pursuant to Section 250 of the Companies Act 1985, as amended by Section 14 of the Companies Act 1989 and by SI No. 1992/3003, the Company, having been dormant since its formation resolves to make itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts and from the obligation to appoint auditors.*

Name:

Signature:

Date:

G. Robertshaw

G. M. Robertshaw

8.3.96

V. Robertshaw

V. C. Robertshaw

8.3.96

