

No: 3034029

The Companies Acts 1985 and 1989

**COMPANY LIMITED BY SHARES**

**ELECTIVE RESOLUTIONS**

of

**FOX WILLIAMS LIMITED**

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Passed 26 August, 1998

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AT an extraordinary general meeting of the above named Company duly convened and held on the 26 day of August 1998 the following resolutions were duly passed as elective resolutions of the Company:

**ELECTIVE RESOLUTIONS**

- 1 That the Company elects that the provisions of section 80A, Companies Act 1985 apply instead of the provisions of sections 80(4) and 80(5) in relation to the renewal after the said election of an authority to allot shares.
- 2 That the directors' general and unconditional authority to allot relevant securities (within the meaning of sub-section 80(2), Companies Act 1985) granted by Article 3 of the Company's Articles of Association be renewed. The maximum amount of relevant securities which may be allotted under the authority renewed by this resolution is 99 ordinary shares of £1 each. The authority renewed by this resolution shall be for an indefinite period.
- 3 That pursuant to section 252, Companies Act 1985 the Company elects to dispense with the laying of accounts and reports before the Company in general meeting.
- 4 That pursuant to section 366A, Companies Act 1985 the Company elects to dispense with the holding of annual general meetings in 1999 and subsequent years until this election is revoked.

.....*D. Williams*  
Chairman

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