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Homo Gas Company Limited

Elective Written Resolution

It is hereby unanimously resolved as an elective resolution in accordance with section 379A of the Companies Act 1985 ("the Act") THAT:-

- (A) the provisions of section 80(A) of the Act shall apply, instead of the provisions of section 80(4) and (5) of the Act, in relation to the giving or renewal, after the passing of this resolution, of an authority under the said section 80.
- (B) the Company hereby elects that for the year in which this resolution is made and subsequent years the Company shall:
 - (i) pursuant to section 366A of the Act, dispense with the holding of annual general meetings; and
 - (ii) pursuant to section 252 of the Act, dispense with the laying of accounts and reports before the Company in general meeting.

William J. Lawrie
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for SEEBOARD plc

Dated 22 December 1997

M A Nagle
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M A NAGLE
Dated 22 December 1997

