

The Companies Act 1985

ELECTIVE RESOLUTION

(Pursuant to Section 378(2) of the Companies Act 1985)

of

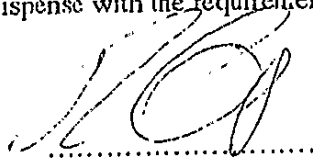
SPIRECHEM NORTH WEST LIMITED

Passed on the *24th* day of *January* 1997.

At the Annual General Meeting of the members of the above named company duly convened and held on the *24th* day of *JANUARY* 1997 the following Elective Resolutions were passed:-

1. That the company elects in accordance with the Companies Act 1985 Section 379A to dispense with the laying of the accounts and reports before the company general meetings.
2. That the company elects in accordance with the Companies Act 1985 Section 379A to dispense with the requirement to hold an Annual General Meeting of the company.

Signed



Chairman

