

03 - 02 - 97

Company No. 3123343

The Companies Act 1985

Company Limited by Shares

Elective Resolutions

of

CWE SPVc Limited

Passed 16th January 1997

At the Annual General Meeting of CWE SPVc Limited on 16th January 1997, the following Resolutions were duly passed as Elective Resolutions of the Company:

Elective Resolutions

"That in accordance with the provisions of the Companies Act 1985, the Company hereby elects for its current financial year ending 30th June 1997 and future financial years :

- 1) To dispense with the holding of Annual General Meetings in accordance with S366A of the Companies Act 1985,
- 2) To dispense with the laying of Accounts and Directors' Report before such Meeting, in accordance with S252 of the Companies Act 1985 and
- 3) To dispense with the annual reappointment of the auditors in accordance with S386 of the Companies Act 1985."



A stylized, handwritten signature in black ink.

Chairman of the Meeting

03 - 02 - 97

Company No. 3123343

The Companies Act 1985
Company Limited by Shares

Ordinary Resolution
of
CWE SPVc Limited

Passed 16th January 1997

At the Annual General Meeting of CWE SPVc Limited on 16th January 1997, the following Resolution was duly passed as an Ordinary Resolution of the Company:

Ordinary Resolution

"It was resolved that the Directors be and they are hereby authorised to fix the remuneration of the auditors annually, for the duration of their appointment."



Chairman of the Meeting

