

11-02-98

Company No. 3137390

THE COMPANIES ACT 1985

Company Limited by Shares

ELECTIVE RESOLUTION

of

TANDULE LIMITED

(Passed on 6th February 1998)

At the annual general meeting of the above-named Company, duly convened and held at Beaufort House, 15 St. Botolph Street, London EC3A 7EE on 6th February 1998 the following Resolution, inter alia, was duly passed as an Elective Resolution of the Company:-

ELECTIVE RESOLUTION

That the Company hereby elects to dispense with -

- (a) the laying of accounts and reports before the Company in general meeting;
- (b) the holding of Annual General Meetings; and
- (c) the obligation to appoint auditors annually.



Chairman

Richards Butler
Beaufort House
15 St. Botolph Street
London EC3A 7EE

Ref: SMG/96-29004

