

# **ROYAL BANK OPERATING LEASING LIMITED**

**(Registered No. 3177092)**

At an Extraordinary General Meeting of the above-named Company duly convened and held on the 18 March 1997 the following resolutions were passed as Special Resolutions:

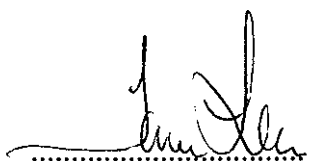
## **SPECIAL RESOLUTIONS**

- (i) THAT the Company's Articles of Association be amended by the addition of the following new Article to be numbered 10.1(i).

The quorum for the transaction of business at any Board Meeting shall be two "RBL" Directors and two "HB" Directors.

- (ii) THAT the Company having qualified as small and having been dormant since the Date of Incorporation, the Company, resolves to make itself exempt from the obligation to appoint auditors by virtue of Section 252 or as otherwise required by Section 384 of the Companies Act 1985.

Certified a true copy.



Secretary

