

# **THE COMPANIES ACT 1985**

## **COMPANY LIMITED BY SHARES**

**Company 3203966**

### **ELECTIVE RESOLUTIONS**

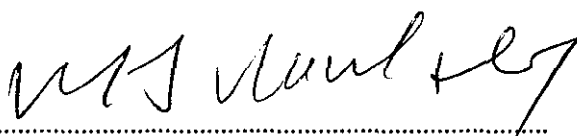
**OF**

### **AMEC INTERNATIONAL LIMITED**

**PASSED ON 1<sup>ST</sup> AUGUST 2000**

**At an Extraordinary General Meeting of the Company duly convened and held at Sandiway House, Hartford, Northwich, Cheshire, on 1<sup>st</sup> August 2000, it was unanimously resolved that in accordance with Section 379A of the Companies Act 1985 as amended ("the Act") the following Resolutions be passed as Elective Resolutions.**

- (i) It was resolved pursuant to Section 252 of the Act to dispense with the laying of accounts and reports before the Company in general meetings.
- (ii) It was resolved pursuant to Section 366A of the Act to dispense with the holding of annual general meetings in 2001 and subsequent years until this election is revoked.
- (iii) It was resolved pursuant to Section 386 of the Act to dispense with the obligation to appoint auditors annually.

  
.....  
**Chairman**

