

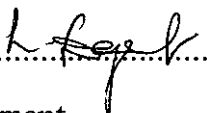
Registered No: 3431133

The Companies Act 1985
Company Limited by Shares

At the Annual General Meeting of Nameco (No. 56) Limited, duly convened and held at One Bow Churchyard, Cheapside, London EC4M 9DQ on 16th February 1999, the following Elective Resolutions were duly passed:

ELECTIVE RESOLUTIONS

1. THAT pursuant to Section 252 of the Companies Act 1985 the Company do elect to dispense with the laying of accounts and reports before the Company in general meeting, such election having effect in relation to accounts and reports for the financial year of the Company ending on 30th September 1999 and for all subsequent years.
2. THAT pursuant to Section 366A(1) of the Companies Act 1985 the Company do elect to dispense with the holding of Annual General Meetings, such election to take effect for the remainder of the year 1999 and subsequent years.
3. THAT pursuant to Section 386 of the Companies Act 1985 the Company do elect to dispense with the appointment of auditors for the financial year of the Company expiring on 30th September 1999 and subsequent years.

Signed..........

Louise Egremont
Secretary
For and on behalf of Nomina PLC

