Company Number: 3563522

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

<u>OF</u>

HEMSCOTT INVESTMENT ANALYSIS LIMITED

PASSED ON 13 NOVEMBER 1999

We, the undersigned, being the sole member of the company agree in accordance with section 381A of the Companies Act 1985 to the following resolution in writing as an elective resolution.

Elective Resolution

That in accordance with Section 379A of the Act the company hereby elects to dispense with:-

- the laying of accounts and reports before the company in general meeting (a)
- the holding of annual general meetings **(b)**
- the obligation to appoint auditors annually (¢)

Dated this 12th day of November 1999

Director

for Hernmington Scott Limited

ADS COMPANIES HOUSE