

The Companies Acts 1985 & 1989

Company Number:

3615517

WRITTEN RESOLUTION

of

Eastlands (Benefits Administration) Limited

Pursuant to Section 381A of the Companies Act 1985 we the undersigned, being all the members of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the Company, passed by writing the following resolutions as elective resolutions pursuant to the articles of association, Section 379A of the above act and all other powers in that behalf and agree that such resolutions shall be for all purposes as valid and effective as if the same had been passed at a general meeting of the Company duly convened and held

ELECTIVE RESOLUTIONS

**ANNUAL
GENERAL
MEETINGS**

THAT for the year in which this Resolution is made and subsequent years the Company shall dispense with the holding of Annual General Meetings.


**APPOINTMENT
OF AUDITORS**

THAT the Company shall dispense with the annual obligation to appoint Auditors.

**LAYING OF
ACCOUNTS**

THAT for the year in which this Resolution is made and subsequent years the Company shall dispense with the laying of Accounts and Reports before the Company in General Meetings.

MEMBER:.....
Authorised Signatory on behalf of Combined Nominees Limited

MEMBER:.....
Authorised Signatory on behalf of Combined Secretarial Services Limited

Dated this 14th day of August 1998

