

IVANCO (NO.3) LIMITED
("the Company")

WRITTEN RESOLUTIONS OF THE COMPANY

DATED 21 September 2001

Pursuant to Section 381A of the Companies Act 1985 (the "Act"), we the undersigned, being the sole member of the company, having the right to receive notice of, attend and vote at a general meeting of the company hereby agree to the passing of the following resolutions:


1 ELECTIVE RESOLUTIONS

- 1.1. **That** the company hereby elects, pursuant to section 252 of the Companies Act 1985 (the "Act"), to dispense with the laying of accounts and report before the company in general meeting. ✓
- 1.2. **That** the company hereby elects, pursuant to section 366A of the Act, to dispense with the holding of annual general meetings. ✓
- 1.3. **That** the company here elects, pursuant to section 386 of the Act, to dispense with the obligation to appoint auditors annually. ✓

2 ORDINARY RESOLUTION - AUDITORS REMUNERATION

It was resolved:

That while the elective resolution made in resolution 1.3 above remains in force, the directors shall fix the remuneration of the auditors. ✓



For and on behalf of
Ivanco (No.2) Limited

