

Company No 3945506

The Companies Act 1985

Company limited by shares

Elective resolution of Hemscott Holdings Limited

Passed on 18th March 2003

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:

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

Dated this 18th day of March 2003

NW/eta

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(signed) Natalie Newton, director, Hemscott plc

