

C3950870

BMW Services Limited

Notice is hereby given that an Extraordinary General Meeting will be held at Ellesfield Avenue , Bracknell, Berkshire, RG12 8TA, England on 27/9/04 at for the purpose of considering and, if thought fit, passing the following resolutions as Elective Resolutions.

Elective Resolutions

1. *"That pursuant to Section 366A of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the holding of Annual General Meetings in 2004 and subsequent years."*
2. *"That the Company elect to dispense with the obligation to appoint auditors annually pursuant to Section 386 of the Companies Act 1985 (as amended) and to authorise the directors to fix their remuneration from time to time as they should think fit."*
3. *"That pursuant to Section 252 of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting."*

By Order Of The Board, Dated 27/9/04



Gillian Mary Woolley
Secretary



Note:

A member entitled to attend and vote at the above-mentioned meeting is entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the company.