

Company Number: 4592358

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

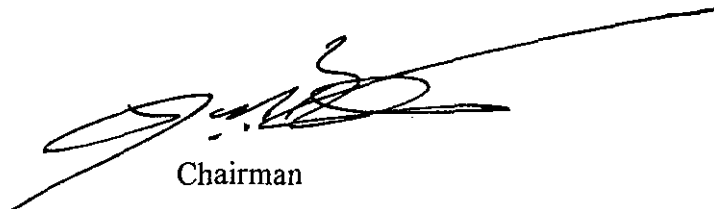
ELECTIVE RESOLUTIONS OF
CLIMATE EQUIPMENT HOLDINGS LIMITED
The "Company"

PASSED ON 15TH DECEMBER 2003

At an EXTRAORDINARY GENERAL MEETING of the above named Company duly convened and held at Climate House Highlands Road Shirley on 15th December 2003 at 9.30am. The following Elective Resolutions were duly passed:-

Elective Resolutions

- a) pursuant to S.366A of the Act, to dispense with the holding of annual general meetings.
- b) pursuant to S.252 of the Act, to dispense with the laying of accounts before the company in general meeting; and
- c) pursuant to S.386 of the Act, to dispense with the obligation to appoint auditors annually.


Chairman

