

NPIL Hold Co Limited

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23rd February 2006

The Registrar
Companies House
Crown Way
Cardiff
CF14 3UZ
Wales

Dear Sir,

Re: Written resolution

I can certify that the following resolution has been duly passed as a written resolution in accordance with section 381A of the Companies Act 1985 by our only shareholder on 15th February 2006;

“That the company elects to dispense with the laying of the audited financial statements before the company in general meeting”.

Yours faithfully,



John Beck
Company Secretary



 **NIKKO**