

Company No. 4895833

THE COMPANIES ACTS 1985 AND 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

of

RMC MATERIALS LIMITED

(Passed on 1st December 2004)



At an Extraordinary General Meeting of the above Company, duly convened and held at RMC House, Coldharbour Lane, Thorpe, Egham, Surrey on Wednesday 1st December 2004, the following resolutions were passed as Elective Resolutions.

ELECTIVE RESOLUTIONS

1. That pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings in 2004 and subsequent years until this election is revoked.
2. That pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.
3. That pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint Auditors annually.

BY ORDER OF THE BOARD

A handwritten signature in black ink, appearing to read "M L Collins", is written over the text "BY ORDER OF THE BOARD".

M L COLLINS
SECRETARY