Elective Resolutions of

ALTENEL LIMITED

Company No: 5016668

Passed: 15 January 2004

The Companies Acts 1985 and 1989

At an Extraordinary General Meeting of the above-named Company duly convened and held at MINSHULL HOUSE, 67 WELLINGTON ROAD NORTH, STOCKPORT, CHESHIRE on 15 January 2004 at NOON the following Resolutions were unanimously passed as Elective Resolutions.

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 2005 and subsequent years (until this election is revoked)."
- 2. "That pursuant to Section 386 of the Companies Act 1985, the company hereby elects to dispense with the obligation to appoint auditors annually"
- 3. "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"

[Chairman]

1 5 JAN 2004

[Date]

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