

Company Number: 5768549

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES

**ELECTIVE RESOLUTION**

of

**THE DMC UK LIMITED**

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AT AN EXTRAORDINARY GENERAL MEETING of the Members of the above named Company duly convened and held at Rutland House, 148 Edmund Street, Birmingham, B3 2JR on the 4th day of April 2006 the following Resolution was passed as an Elective Resolution:

**ELECTIVE RESOLUTION**

It is hereby unanimously resolved as an Elective Resolution in accordance with section 379A of the Companies Act 1985 (the "**Act**") THAT the Company hereby elects:

- 1 pursuant to section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general Meeting;
- 2 pursuant to section 366A of the Act, to dispense with the holding of annual general meetings; and
- 3 pursuant to section 386 of the Act, to dispense with the obligation to appoint auditors annually; and
- 4 pursuant to sections 369(4) and 378(3) of the Act, that the provisions of those sections shall have effect in relation to the company as if for the references to 95 per cent in those provisions, there were substituted references to 90 per cent.



*David J Hum*

for and on behalf of Hammonds Directors Limited  
**CHAIRMAN**