

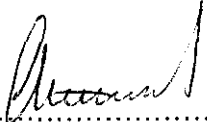
The Companies Act 1985
COMPANY LIMITED BY SHARES
ELECTIVE RESOLUTIONS
(pursuant to Section 379A of the Companies Act 1985)
OF
DEUTSCHE FINANCE NO.1 LIMITED
Company Number: 6023806

By means of a written resolution unanimously resolved by all the members of the Company on 15 January 2007 pursuant to section 379A of the Companies Act 1985 ("the Act") the following elective resolutions were resolved:

THAT (A) after the passing of this resolution, the provisions of section 80A of the Act shall apply, instead of the provisions of section 80(4) and (5) of the Act, in relation to the giving or renewal of an authority to the directors of the Company for the allotment of securities.

(B) The Company hereby elects:

- (i) pursuant to section 252 of the Act, to dispense with the laying of accounts and reports before the Company in General Meeting in respect of the year ending 2006 and subsequent financial years;
- (ii) pursuant to section 366A of the Act, to dispense with the requirement to hold Annual General Meetings of the Company for 2007 and subsequent years;
- (iii) pursuant to section 386 of the Act, to dispense with the obligation to appoint auditors annually; and
- (iv) pursuant to section 369(4) and 378(3) of the Act, that any such references to 95 per cent therein shall be replaced by 90% in relation to the Company.


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A.P. Rutherford
Joint Company Secretary
Deutsche Holdings No.2 Limited

Dated: 15 January 2007

