

Company No: 138633

THE COMPANIES ACT 1985 AND 1989  
COMPANY LIMITED BY SHARES  
WRITTEN ELECTIVE RESOLUTION  
OF  
EDINBURGH INTERNATIONAL FESTIVAL LIMITED

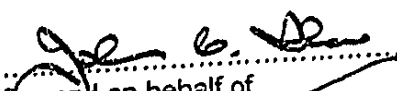
Dated 9 February 1998

We, Edinburgh Festival Society Limited, being the sole member of Edinburgh International Festival Limited (the "Company") who, at the date of this Resolution would be entitled to attend and vote at a General Meeting of the Company, HEREBY PASS the following Resolution as an Elective Resolution: -

Elective Resolution

"THAT

- (a) pursuant to Section 252 of the Companies Act 1985 (the "Act"), it is hereby elected to dispense with the requirement to lay accounts and reports before the Company in General Meeting;
- (b) pursuant to Section 366A of the Act it is hereby elected to dispense with the requirement to hold an Annual General Meeting in 1998 and in subsequent years; and
- (c) pursuant to Section 386 of the Act, it is hereby elected to dispense with the obligation to appoint Auditors annually;"

  
For and on behalf of  
Edinburgh Festival Society Limited

9th February 1998  
Date

