

* Company No. 1780413

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

JJS ELECTRONICS LIMITED

The following resolutions were passed as written resolutions on 3rd March 1998 having effect as elective resolutions in accordance with section 381A Companies Act 1985:-

- 1 THAT, in accordance with sections 366A and 379A Companies Act 1985, the Company elects to dispense with the holding of annual general meetings in respect of 1998 and each subsequent year while this resolution remains in force.
- 2 THAT, in accordance with sections 252 and 379A Companies Act 1985, the Company elects to dispense with the laying of accounts and reports before the Company in general meeting in respect of the present financial year and each subsequent financial year while this resolution remains in force.
- 3 THAT, in accordance with sections 379A and 386 Companies Act 1985, the Company elects to dispense with the obligation to appoint auditors annually and that the Company's auditors shall be deemed to be re-appointed for each succeeding financial year.

Dated 3rd MARCH 1998

J. Boyer
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Director/Secretary

H091649 (2/7/01)

