

THE COMPANIES ACT 1985

MILTON KEYNES THEATRE DEVELOPMENT COMPANY

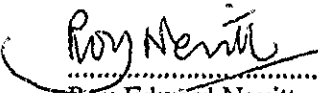
At an Extraordinary General Meeting of the above-named Company duly convened and held at 198 Silbury Boulevard, Central Milton Keynes, Buckinghamshire on 13th January 1993 at 10.15 am the following resolutions were passed, resolution 1 as a special resolution and resolution 2 as an ordinary resolution

SPECIAL RESOLUTION

1. "That in accordance with Sections 250 and 388A of the Companies Act 1985 the Company shall be exempted from the obligation to appoint auditors in respect of the financial year which began on 1st April 1991 and which ended on 31st March 1992 as would otherwise be required by Section 384 of the Companies Act 1985."

ORDINARY RESOLUTION

2. "That the Directors' Report and Accounts for the financial year which began on 1st April 1991 and which ended on 31st March 1992 which have been presented to the Meeting are hereby approved and adopted."


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Roy Edward Nevitt
Chairman of the Meeting

