

No: 3734777

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

Elective Resolutions

of

Johnson & Johnson Swiss Finance Company Limited

The following resolutions were agreed to as written resolutions of the Company on 29 April 1999 in accordance with Section 381A of the Companies Act 1985 (as amended):

- 1 **THAT**, in accordance with Section 366A and 379A of the Companies Act 1985 (as amended), the Company hereby elects to dispense with the holding of annual general meetings for the year 1999 and subsequent years.
- 2 **THAT**, in accordance with Sections 379A and 252 of the Companies Act 1985 (as amended) ("the Act"), the Company hereby elects in respect of the financial period ending 31 March 2000 and subsequent financial years to dispense with the obligation in Section 241 of the Act to lay accounts and reports before the Company in general meeting.
- 3 **THAT**, in accordance with Sections 379A and 386 of the Companies Act 1985 (as amended) ("the Act"), the Company hereby elects in respect of the financial period ending 31 March 2000 and subsequent financial years to dispense with the obligation under Section 384 of the Act to appoint auditors annually.



For and on behalf of
Hackwood Secretaries Limited
- Secretary

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