

Company Number 04077975

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS OF

XANSA UK LIMITED

PASSED ON MONDAY 25th NOVEMBER 2002

At an EXTRAORDINARY GENERAL MEETING of the above named company duly convened and held at Campus 300, Maylands Avenue, Hemel Hempstead, HP2 7TQ on Monday 25th November 2002 at 9.20 a.m., the following Elective Resolutions were duly passed:

Elective Resolutions

- a) pursuant to S.366A of the Act, to dispense with the holding of annual general meetings;
- b) pursuant to S.252 of the Act, to dispense with the laying of accounts before the company in general meeting; and
- c) pursuant to S.386 of the Act, to dispense with the obligation to appoint auditors annually.


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Chairman

