

COMPANY NO. 28010

THE COMPANIES ACT 1985 TO 1989
COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS OF CAFFREY'S LIMITED

At an Annual General Meeting of the members of the above-named company, duly convened and held at 20 North Audley Street, London W1Y 1WE on 12th April 1999, the following elective resolutions were passed by agreement, in person or by proxy, of all the members entitled to attend and vote at the meeting.

ELECTIVE RESOLUTIONS

1. THAT pursuant to s.366A of the Companies Act 1985, the company hereby elects to dispense with the holding of annual general meetings in the year 2000 and subsequent years.
2. THAT pursuant to s.252 of the Companies Act 1985, the company hereby elects to dispense with the laying of accounts and reports before the company in general meeting.

Certified a true copy



J.B. Combeer
Secretary

