

Company No.: 103956

The Companies Act 1985 (as amended)

Public Company Limited By Shares

Special and Elective Resolutions

of

Eastern International Investment Trust p.l.c.

Passed on 3rd April 1996

By resolution of all the members of Eastern International Investment Trust p.l.c. dated 3rd April 1996 the following resolutions were passed:

SPECIAL RESOLUTIONS

- (1) THAT pursuant to the provisions of Section 53 of the Companies Act 1985, the Company be re-registered as a private company and that the Memorandum of Association be amended in the manner following, namely:

- (A) By the deletion of the existing Clause numbered 1 and by the substitution therefor of a new Clause 1:

"The name of the Company is EASTERN INTERNATIONAL INVESTMENT TRUST LIMITED."

- (2) THAT the regulations contained in the document attached to these resolutions and, for the purpose of identification, signed by the signatories to these resolutions be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing articles thereof.

"FOR INFORMATION ONLY"

— THIS RESOLUTION PROCESSED SEPARATELY

ELECTIVE RESOLUTIONS

- (1) THAT the Company hereby elects pursuant to Section 252 of the Companies Act 1985 ("the Act"), to dispense with the laying of accounts and reports before the Company in general meeting;
- (2) THAT the Company elects pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings; and

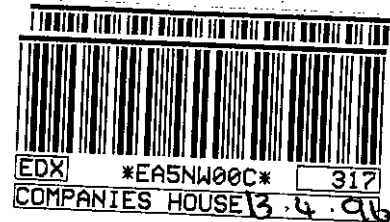
- (3) THAT the Company elects pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.

While the election made by Resolution (3) above remains in force, the remuneration of the auditors shall be fixed by the directors.

Certified a true copy,

Rufus Laycock

Rufus Laycock
Secretary



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