

Company Number: 156012

THE COMPANIES ACTS 1948 AND 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

- of -

VACTITE LIMITED


(Pursuant to Regulation 53 Table A
Companies Act (Table A to F) Regulation 1985 (as amended))

We, being all the members of the above Company who would have been entitled to receive notice of attend and vote on the following as if it had been proposed at a general meeting of the Company at which we were present HEREBY RESOLVE to the intent that the same be as effective as if it had been passed at a general meeting of the Company duly convened and held:-

ELECTIVE RESOLUTIONS

1. THAT pursuant to the provisions of section 252 of the Companies Act 1985 the Company elect to dispense with the laying of accounts and reports before the Company in general meeting in respect of the accounts and reports for the current financial year and each subsequent financial year;
2. THAT pursuant to the provisions of section 366A of the Companies Act 1985 the Company elect to dispense with the holding of annual general meetings in respect of 1997 and in each subsequent year;
3. THAT pursuant to the provisions of section 386 of the Companies Act 1985 the Company elect to dispense with the obligation to appoint auditors annually.

Dated this 22nd day of July 1998.


THE LONDON ELECTRIC WIRE COMPANY AND SMITHS LIMITED

