

No. 443687

THE COMPANIES ACTS 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

OF

JOHNSON CONTROLS AUTOMOTIVE
(UK) LIMITED

At an Extraordinary General Meeting of the Company duly convened and held at, Unit 6 Haldane, Halesfield 8, Leitch Shropshire. on 26 August 1992 the following Resolutions were duly passed as Elective Resolutions:-

1. That in accordance with section 366A Companies Act 1985 the Company hereby elects to dispense with the holding of annual general meetings in respect of 1993 and each subsequent year while this resolution remains in force.
2. That in accordance with section 252 Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting in respect of the present financial year and each subsequent financial year while this resolution remains in force.
3. That in accordance with section 386(1) Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually and that the Company's auditors shall be deemed to be re-appointed for each succeeding financial year whilst this election remains in force unless the Company otherwise resolves.

Dated

26th August

1992

[Signature]

Secretary

