

F H Lee Limited
Registered Company Number: 870850

Meeting of the Board of Directors
held on *30 December 1998*
at Rowditch, Derby, DE1 1NB

Present: K M Higginson (in the chair)
J M Simons

In attendance: R N Chalk

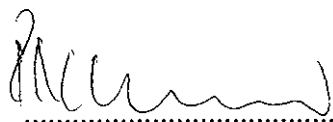
The Chairman announced that a quorum was present and declared the Meeting open at

The Chairman informed the meeting that its purpose was to consider and authorise the resignation of Price Waterhouse and the appointment of PricewaterhouseCoopers as auditors of the company, notice of resignation of Price Waterhouse as auditors of the Company having been received:

It was agreed

- (i) THAT PricewaterhouseCoopers be appointed to fill the casual vacancy thus arising to hold office until the conclusion of the next general meeting at which accounts are laid before the company; and
- (ii) THAT PricewaterhouseCoopers take over the existing engagement letter between the company and Price Waterhouse with immediate effect, on identical terms and conditions (but reading references to any Price Waterhouse entity or person as references to the corresponding PricewaterhouseCoopers entity or person).

Signed



R N Chalk
Company Secretary

Date

30/12/98

