

Company Number: 949665

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

OF

AUTOMATIC DATA PROCESSING LIMITED

At the 1990 Annual General Meeting of the Company held at *AdPHmce*
on 26 day of OCTOBER 1990 the following Resolution was
duly passed as an Elective Resolution:

ELECTIVE RESOLUTION

THAT in accordance with Section 252 of the Companies Act 1985, no
Accounts and Reports shall in future be laid before the Company in General
Meeting.


CHAIRMAN OF THE MEETING


29 NOV 1990

Company Number: 949665

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

OF

AUTOMATIC DATA PROCESSING LIMITED

At the 1990 Annual General Meeting of the Company held at *ADPHOUSE*
on *25th* day of *OCTOBER* 1990 the following Resolution was
duly passed as an Elective Resolution:

ELECTIVE RESOLUTION

THAT in accordance with Section 305 of the Companies Act 1985 the
Company shall dispense with the appointment of Auditors annually.

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CHAIRMAN OF THE MEETING

Company Number: 949665

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTION

OF

AUTOMATIC DATA PROCESSING LIMITED

At the 1990 Annual General Meeting of the Company held at *ADP House*
on *26* day of *October* 1990 the following Resolution was
duly passed as an Elective Resolution:

ELECTIVE RESOLUTION

THAT in accordance with Section 365A of the Companies Act 1985 the
Company shall dispense with the holding of Annual General Meetings.


CHAIRMAN OF THE MEETING

