

Company No 1528870

CERTIFIED TO BE A TRUE COPY

THE COMPANIES ACTS 1948 AND 1985

PRIVATE COMPANY LIMITED BY SHARES  Director/Secretary

**ELECTIVE RESOLUTION  
OF  
ALFRED MCALPINE PENSION TRUSTEES LIMITED**

Passed 5 October 1998

At the Annual General Meeting of the above-named Company, duly convened and held on 5 October 1998, the following Resolution was duly passed as an Elective Resolution:

**Elective Resolution**

"It is hereby unanimously resolved as an elective resolution in accordance with Section 379A of the Companies Act 1985 ("the Act")

- THAT (A) The provisions of Section 80A of the Act shall apply, instead of the provisions of section 80(4) and (5) of the Act, in relation to the giving or renewal, after passing of this resolution, of an authority under the said Section 80.
- (B) The Company hereby elects:
- i. pursuant to Section 252 of the Act, to dispense with the laying of accounts before the Company in general meeting;
  - ii. pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings;
  - iii. pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually; and
  - iv. pursuant to Sections 369(4) and 378(3) of the Act, that the provisions of those Sections shall have the effect in relation to the Company as if for the references to 95 per cent in those provisions there were substituted to 90 per cent.

  
GJ Forster  
Chairman

