

Company Number: 1849640

THE COMPANIES ACT 1985 ("the Act")

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

SOUTHERN MORTGAGE CORPORATION LIMITED

(Passed on 1st November 1999)

In accordance with Section 381A of the Companies Act 1985 the following Resolutions were agreed and duly passed as Elective Resolutions.

1. **THAT**, pursuant to Section 366A of the Act, the Company hereby elects to dispense with the holding of annual general meetings for the current year and all subsequent years.
2. **THAT**, pursuant to Section 252 of the Act, the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting for the current financial year and all subsequent financial years.
3. **THAT**, pursuant to Section 386 of the Act, the Company hereby elects to dispense with the obligation to appoint Auditors annually.


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Secretary

Date: 1st November 1999

