

Company No: 1872933

THE COMPANIES ACTS 1985 TO 1989

A PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

OF

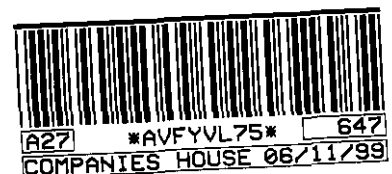
**BANRO SECTIONS LIMITED
("the Company")**

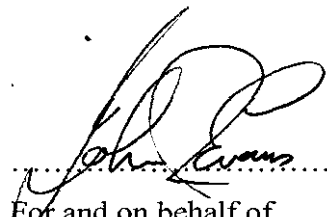
WE, the undersigned being as of today's date all the registered holders of all the issued shares of the Company do in accordance with Section 381A of the Companies Act 1985, as inserted by Section 113 of the Companies Act 1989 HEREBY RESOLVE as follows:-

ELECTIVE RESOLUTIONS

1. THAT pursuant to Section 366A of the Companies Act 1985 the Company hereby dispenses with the holding of Annual General Meetings;
2. THAT pursuant to Section 252 of the Companies Act 1985 the Company hereby dispenses with the laying of Accounts and Reports before General Meetings of the Members; and
3. THAT pursuant to Section 386 of the Companies Act 1985 the Company hereby dispenses with the annual appointment of Auditors.

Signed by, or by its duly authorised representatives on behalf of, all the members of the Company who at the date hereof would be entitled to attend and vote at a general meeting had the resolutions been put to such a meeting. Signature of this resolution by any holders of any class of shares in the Company shall also constitute their consent as holders of that class of shares to the passing of the resolutions set out above.




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For and on behalf of
BANRO LIMITED

DATE: 2nd November 1999.