THE COMPANIES ACT 1985

ELECTIVE RESOLUTIONS

OF

WIGGINS WINCHESTER LIMITED

At an Annual General Meeting of the Company duly convened and held at Charter Court, Colchester, Essex CO4 4TG on 29 March 1995 the following resolutions were passed as Elective Resolutions:

ELECTIVE RESOLUTIONS

IT WAS RESOLVED

- (i) THAT pursuant to Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting;
- (ii) THAT pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings; and
- (iii) THAT pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.

Matheson & Co., Limited Secretaries

Jenifer Rutherford Assistant Secretary

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COMPANIES HOUSE 31/03/95