

SECTO COMPANY LIMITED
COMPANY REGISTRATION NO. 2193257

WRITTEN RESOLUTIONS


Pursuant to S381A of the Companies Act 1985 we the undersigned being all the member of the Company who at the date of this resolution are entitled to attend and vote at a general meeting of the company hereby resolve:-


Special Resolution

That the accounts of the Company for the period ending 30 June 1996 having been sent out in accordance with the CA1985, S238 (1) and the company having qualified as small in that year and having been dormant since the end of it, the company resolves to make itself exempt from the obligation to appoint auditors as otherwise required by CA1985, S384.

Elective Resolutions

1. Pursuant to S252 of the Act, to dispense with the laying of accounts and reports before the company in General Meeting in respect of the year ended 30 June 1997 and subsequent financial years.
2. Pursuant to S366A of the Act, to dispense with the holding of the Annual General Meeting for 1997 and subsequent years.
3. Pursuant to S386 of the Act, to dispense with the obligation to appoint auditors annually.


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Chairman


.....
Secretary
on behalf of William Sinclair Holdings plc

24 June 1997

