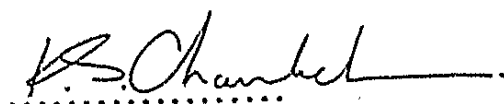


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THE STANDARD PRODUCTS COMPANY (EUROPE) LIMITED

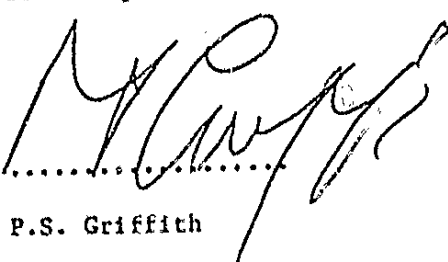
NOTICE is hereby given that an Extraordinary General Meeting of the company will be held at 9.45 am on Friday, 6th October, 1989 at Ferrars Road, Huntingdon, where the following resolution will be considered and, if thought fit, passed as a special resolution:

"That in accordance with Section 252 of The Companies Act, 1985, the Company shall be exempt from the obligation to appoint Auditors as otherwise required by Section 384 of that Act."

  
.....

K.S. Chamberlain  
Secretary

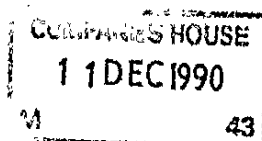
We, the undersigned, being all the shareholders of the company, hereby agree to the holding of the Extraordinary General Meeting, convened by the above notice, notwithstanding that less than the statutory notice has been given.

  
.....

P.S. Griffith

  
.....

T.R. Tuckley



6th October, 1989