

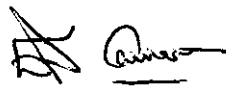
Company No: 02356906

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
ELECTIVE RESOLUTION
OF
PARAMOUNT ELECTRONICS LIMITED

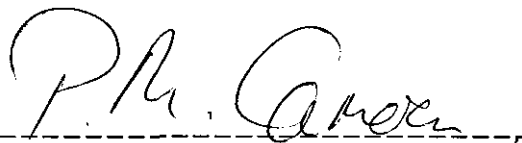
It is hereby unanimously resolved as an elective resolution in accordance with Section 379A of the Companies Act 1985 ('the Act'):

THAT The company hereby elects:

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



E A CAMERON



P M CAMERON

Dated this 24th day of September 1999

