

No. 25 99 270

THE COMPANIES ACT 1985 (AS AMENDED)

Company limited by shares

RESOLUTIONS

of

LIZDAN LIMITED

At an Extraordinary General Meeting of the above-named Company duly convened and held on 13th May 1991 the following resolution was passed, as an elective resolution:-

RESOLUTION

(a) That, pursuant to section 252 of the Companies Act 1985 (as amended by the Companies Act 1989), the directors in respect of this and subsequent financial years shall not, and they shall not be required to, lay before the Company in general meeting copies of the Company's annual accounts, the directors' report and the auditors' report on those accounts.

(b) That, pursuant to section 366A of the Companies Act 1985 (as amended by the Companies Act 1989), the Company shall not in this and subsequent years hold annual general meetings.

(c) That sections 369(4) and 378(3) of the Companies Act 1985 (as amended by the Companies Act 1989) shall have effect in relation to the Company as if for the references to 95 per cent. there were substituted references to [90] per cent.

(d) That, pursuant to section 386 of the Companies Act 1985 (as amended by the Companies Act 1989), the Company shall not appoint its auditors annually.

Daniel S. Power
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Chairman of the meeting

