Company Number 2938988

The Companies Act 1985 Private Company Limited by Shares

English Welsh & Scottish Railway Limited (The Company)

At the Annual General Meeting of the above named Company, duly convened and held at the Goring Hotel on 16 September 1997 the following elective resolutions were duly passed:

- That in accordance with the provisions of Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting in respect of the year ending 31 March 1998 and subsequent financial years.
- That in accordance with the provisions of Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of the Annual General Meeting for 1998 and subsequent years until this election is revoked.
- That in accordance with the provisions of Section 386 of the Companies Act 1985 the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually and during the term that such dispensation is in force the Directors be and they are authorised to fix the auditors' remuneration.

Zdwadebruruales Chairman

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