

Company Number: 2984211

**THE COMPANIES ACT 1985**

**COMPANY LIMITED BY SHARES**

**ELECTIVE RESOLUTIONS**

**OF**

**GPT SPECIAL PROJECT MANAGEMENT LIMITED  
(the "Company")**

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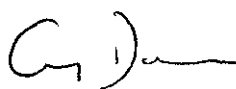
**DATED 26<sup>TH</sup> FEBRUARY 2002**

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At the 2001 Adjourned Annual General Meeting of the Company duly convened and held at New Century Park, PO Box 53, Coventry CV3 1HJ on the 26<sup>th</sup> February 2002 the following resolutions were passed by the members of the Company.

**Elective Resolutions**

- a. THAT the Company elects, pursuant to Section 252 of the Companies Act 1985 (the "Act"), to dispense with the laying of accounts and reports before the Company in general meeting;
- b. THAT the Company elects, pursuant to Section 366A of the Act, to dispense with the holding of Annual General Meetings; and
- c. THAT the Company elects, pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually.



**C G Donaldson**

**SECRETARY**

