

No. 3131810

Delta Self Drive Limited

Written Resolutions

Pursuant to Section 381A, Companies Act 1985 we the undersigned, being, at the date of this resolution, the sole member of the company entitled to attend and vote at a general meeting of the company, hereby pass the following resolutions as elective resolutions in accordance with Section 379A, Companies Act 1985:-

- "1) That pursuant to Section 252, Companies Act 1985, the company hereby elects to dispense with the laying of accounts and reports before the company in general meeting for the current financial year and all subsequent financial years.
- 2) That pursuant to Section 366A, Companies Act 1985, the company hereby elects to dispense with the holding of annual general meetings in 1996 and subsequent years.
- 3) That pursuant to Section 386, Companies Act 1985, the company hereby elects to dispense with the obligation to appoint auditors annually."

Signed:-

For and on behalf of Northgate Motor Holdings Ltd
(Holder of 1 share)

..........Director

23 MAY 1997

Dated.....

