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Babes (Cardiff) Limited

Notice is hereby given that an Extraordinary General Meeting of the Company will be held at 12, Camomile Street, London, EC3A 7BP on Wednesday 12 May 1999 when the following resolutions will be proposed as Elective Resolutions:

1. "THAT pursuant to section 252 of the Companies Act 1985, the Company shall dispense with the laying of accounts and reports before the Company in general meeting."
2. "THAT pursuant to section 366A of the Companies Act 1985, the Company shall dispense with the holding of annual general meeting."

A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not also be a member.

By Order of the Board



Secretary

We, the undersigned, being a majority in number of the members together holding not less than 95 per cent of the share capital of Babes (Cardiff) Limited hereby agree to an Extraordinary General Meeting of that Company being held on 12 May 1999 notwithstanding that less than twenty one days' notice of the meeting has been given.

Dated this 12th day of May 1999.

For and on behalf of Babes (Cardiff) Limited



A M Powell
Director



Babes (Cardiff) Limited

**Minutes of an Extraordinary General Meeting of the Company
held at 12, Camomile Street, London EC3A 7BP
Wednesday 12 May 1999**

Present: A M Powell
G C M van Sambeek

It was reported to the meeting that consent had been duly given by the members of the Company to the meeting being held at short notice to consider the Elective Resolutions set out in the Notice of Meeting. It was noted that a quorum was present.

The Elective Resolutions set out in the Notice of the Meeting (attached) were proposed as Elective Resolutions and it was:

RESOLVED THAT:

They be passed as Elective Resolutions.

There being no further business, the meeting closed.

DATE:.....12 May 1999.....

CHAIRMAN:..........