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ELECTIVE RESOLUTIONS OF THE MEMBERS OF Helpage (UK) Limited PASSED AT A GENERAL MEETING HELD AT ST.JAMES'S WALK, LONDON EC1R OBE ON 20th July 2000

IT WAS RESOLVED THAT:

- 1) In accordance with the provisions of Section 250 of the Companies Act 1985, the accounts of the Company for the financial year ending 30 April 1999 having been laid before the Company in general meeting and the Company having qualified as a small company in that year and having been dormant since the end of that year and the Company not being required to prepare group accounts for that year, the Company hereby makes itself exempt from the provisions of Part VII of the Companies Act 1985 relating to the audit of accounts.
- (2) That in accordance with the provisions of Section 366A of the Companies Act 1985 the Company hereby dispenses with the requirement to hold an annual general meeting for the year 2000 and subsequent years.
 - B) In accordance with Section 252 of the Companies Act 1985 the Company hereby dispenses with the laying of accounts and reports before the Company in general meetings.

Signed.

Chairman

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