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PATERSON CANDY (REFURBISHMENTS) LIMITED

Minutes of the Annual General Meeting of the members of the Company
held at Delta House, Egham, Surrey.
on 2nd April, 2001.

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|----------|--------------|---------------------------------------|
| PRESENT: | D.G.Smith | representing Paterson Candy Limited |
| | J.L.Aldridge | representing WES (Refurbishments) Ltd |

1. Chairman

IT WAS RESOLVED THAT D.G.Smith be appointed Chairman of the meeting.

Ordinary Business:

2. Report and Accounts

IT WAS RESOLVED THAT the Directors Report and Accounts for the year ended 31 December 1999 as now submitted to the meeting be and hereby approved and adopted.

3. IT WAS RESOLVED THAT Messrs KPMG be re-appointed as the auditors for the forthcoming year.

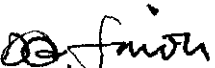
Special Resolution:

4. Elective Resolution

IT WAS RESOLVED THAT The company hereby elects in accordance with Section 379A of the Companies Act 1985 (the Act)

- i. pursuant to Section 252 of the Act, to dispense with the laying of accounts and reports before the Company in general meeting;
- ii. pursuant to Section 366A of the Act, to dispense with the holding of annual general meetings;
- iii. pursuant to Section 386 of the Act, to dispense with the obligation to appoint auditors annually

There being no further business the Meeting terminated.


----- Chairman

