

Company No 3691085

**THE COMPANIES ACTS 1985 TO 1989**  
**PRIVATE COMPANY LIMITED BY SHARES**  
**WRITTEN RESOLUTION**  
**OF**  
**PREMIER CHEESE LIMITED**

Passed the 10 day of June 1999

We, the undersigned, being all the members of the above company who, at the date of this Resolution would be entitled to attend and vote at General Meetings of the Company, HEREBY PASS the following Resolutions as Elective Resolutions and agree that the said Resolutions shall, for all purposes be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held.

1. That pursuant to Section 252 of the Companies Act 1985 the company hereby elects to dispense with the laying of accounts and reports before the company in General Meetings for the current financial year and all subsequent financial years.
2. That pursuant to Section 366A of the Companies Act 1985 the company hereby elects to dispense with the holding of Annual General Meetings in 2000 and subsequent years until this election is revoked.
3. That pursuant to Section 386 of the Companies Act 1985 the company hereby elects to dispense with the obligation to appoint Auditors annually.

These elective resolutions will remain in force until such time as they are revoked by the passing of an Ordinary Resolution in General Meeting.

  
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