

SPIRIT PARENT LIMITED

Company No: 4271748

THE COMPANIES ACT 1985

AND

THE COMPANIES ACT 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

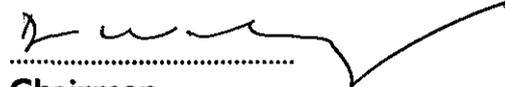
OF

SPIRIT PARENT LIMITED

Passed this 26th day of February 2003

At the annual general meeting of the above named company, duly convened and held at 107 Station street, Burton on Trent, Staffordshire on 26th February 2003 at 4.30pm, the following resolutions were proposed and passed as ELECTIVE RESOLUTIONS:-

- 1 That, pursuant to Section 366A of the Companies Act 1985, the company hereby elects to dispense with the holding of an annual general meeting in 2004 and in each subsequent year.
- 2 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 meeting in respect of the year ending August 2003 and subsequent years.
- 3 That, pursuant to Section 386 of the Companies Act 1985, the company hereby elects to dispense with the obligation to appoint auditors annually.



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Chairman



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