

THE COMPANIES ACTS 1985 AND 1989**WRITTEN RESOLUTIONS effected pursuant to Section 381A
of the Companies Act 1985 and taking effect as****ELECTIVE RESOLUTIONS**

of

NAMECO (NO. 602) LIMITED

I, being the sole member of the above-named Company entitled to attend and vote at a general meeting of the Company, hereby resolve, and agree that such Resolutions shall take effect as ELECTIVE RESOLUTIONS, follows:-

1. "THAT, pursuant to Section 252 of the Companies Act 1985 (the "Act"), the Company dispense with the laying of accounts and reports before the Company in general meeting."
2. "THAT, pursuant to Section 366A of the Act, the Company dispense with the holding of annual general meetings."
3. "THAT, pursuant to Section 386 of the Act, the Company dispense with the obligation to appoint auditors annually."
4. "THAT, the provisions of Section 80A of the Act apply, instead of Section 80(4) and (5) of the Act, in relation to the giving or removal hereafter of an authority under that Section."

Signed by or on behalf of the above member and dated the 5th day of December 2002

Name of Member

Nomina Plc


..... Hampden Legal Plc

