

Company No: 4312779

THE COMPANIES ACTS 1985 TO 1989

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COMPANY LIMITED BY SHARES

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ELECTIVE RESOLUTIONS  
of  
SYNGENTA EUROPE LIMITED

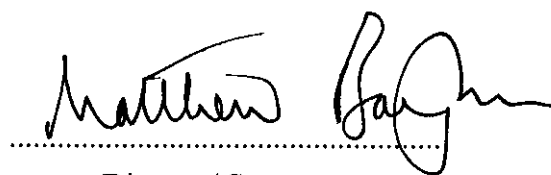
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Passed on Friday 22<sup>nd</sup> August 2003

At the annual general meeting of the Company duly convened and held at European Regional Centre, Priestley Road, Surrey Research Park, Guildford, Surrey GU2 7YH on Friday 22<sup>nd</sup> August 2003, at which all the members entitled to attend and vote at the meeting were present in person or by duly authorised representative or proxy, the following resolutions were carried unanimously as elective resolutions in accordance with Section 379A of the Companies Act 1985:

**ELECTIVE RESOLUTIONS**

- (a) To dispense with the laying of accounts and reports before the Company in general meetings.
- (b) To dispense with the holding of annual general meetings.
- (c) To dispense with the appointment of auditors annually.



Director/ Secretary