

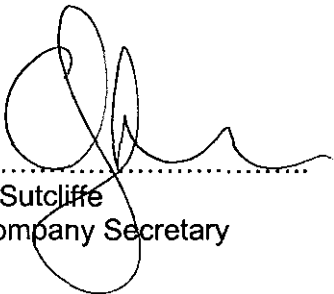
Company No. 4387647
THE COMPANIES ACTS 1985 TO 1989

COMPANY LIMITED BY SHARES
ELECTIVE RESOLUTIONS
OF
CASPIAN POINT (NO. 1) LIMITED

Passed Tuesday, 5 August 2003

At an Extraordinary General Meeting of the above Company, duly convened and held on Tuesday, 5 August 2003 the following **ELECTIVE RESOLUTIONS** were passed:

1. THAT pursuant to Section 366A of the Companies Act 1985 the Company hereby elects to dispense with the holding of Annual General Meetings in 2003 and subsequent years until this election is revoked.
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 for the current financial year and all subsequent financial 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.
4. THAT the Company hereby elects pursuant to Section 80A(1) of the Companies Act 1985 that the provisions of Section 80A of that Act apply instead of the provisions of Sections 80(4) and 80(5) in relation to the giving after the said election of authority to allot shares
5. THAT pursuant to Sections 369(4) and 378(3) of the Companies Act 1985 the Company hereby elects that the said provisions shall have effect in relation to the Company as if for the references to 95 per cent therein were substituted with reference to 90 per cent.
6. THAT the Directors be and they are hereby generally unconditionally authorised pursuant to Section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this Resolution. The authority hereby given shall be for an indefinite period.


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C Sutcliffe
Company Secretary

