

Company No: 05564631
The Companies Act 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS
of
SEATRUCK FERRIES SHIPHOLDING LIMITED

Passed on 21 June 2006

We, the undersigned, being the sole Member of the above Company for the time being entitled to receive notice to attend and vote at General Meetings, or the authorised agent of such member, hereby pass the following Resolutions and agree that the said Resolutions shall for these purposes be as valid and effective as if they had been passed as Elective Resolutions at a General Meeting of the Company duly convened and held.

ELECTIVE RESOLUTIONS
(pursuant to Section 379A of the Companies Act 1985 ('the Act'))

1. Election to dispense with laying of accounts and reports before general meeting.

That in accordance with Section 252 of the Companies Act 1985 and Section 16 of the Companies Act 1989 the Company shall dispense with the laying of accounts and reports before the Company in general meeting for the current financial year and all subsequent financial years.

2. Election to dispense with holding AGM.

That in accordance with Section 366A of the Companies Act 1985, and Section 115 of the Companies Act 1989 the Company shall dispense with the holding of annual general meetings in 1999 and subsequent years until this election is revoked.

3. Election to dispense with the annual appointment of auditors.

That in accordance with Section 386 Companies Act 1985 the Company shall dispense with the obligation to appoint auditors annually.

For and on behalf of
Seatruck Ferries Holding Limited



Sole Member

