The Companies Act 1985

Company Limited by Shares

SCOTTISH EQUITABLE IT SERVICES LIMITED

ELECTIVE RESOLUTIONS

(Passed 18 December 2002)

At an Extraordinary General Meeting of Scottish Equitable IT Services Limited (No. 194814), duly convened and held at Edinburgh Park, Edinburgh on 18 December 2002, the following Resolutions were passed as Elective Resolutions:-

ELECTIVE RESOLUTIONS

- 1. That in accordance with the provisions of Section 252 of the Companies Act 1985 the Company hereby dispenses with the obligation to lay accounts and reports before a general meeting.
- 2. That in accordance with the provisions of Section 366A of the Companies Act 1985 the Company hereby dispenses with the holding of the Annual General Meeting for 2002 and subsequent years.
- 3. That in accordance with the provisions of Section 386 of the Companies Act 1985 the Company hereby dispenses with the obligation to appoint auditors annually and that during the term that such dispensation is in force the Directors be and are hereby authorised to fix the auditors' remuneration.

h. G. Comes

SCT S7J5IH6S COMPANIES HOUSE

30/12/02