

Company number SC222440

The Companies Act 1985

COMPANY LIMITED BY SHARES  
ELECTIVE RESOLUTIONS  
OF  
UPP (ABERDEEN) LIMITED

Passed on 31<sup>st</sup> DEC 2002

BY A WRITTEN RESOLUTION OF SHAREHOLDERS  
the following ELECTIVE RESOLUTIONS was duly passed:

**ELECTIVE RESOLUTION**

1. that the provisions of Section 80A of the Act shall apply in place of Section 80(4) and (5) of the Act, in relation to the giving or renewal, after the passing of this resolution, of an authority under the said Section 80
2. that the company elects:
  - (a) to dispense with the laying of accounts and reports before the company in general meeting, in accordance with Section 252:
  - (b) to dispense with the holding of annual general meetings in accordance with Section 366(A); and
  - (c) to dispense with the obligation to appoint auditors annually in accordance with Section 386.
3. that while the election made by resolution 2(c) above remains in force, the directors be authorised to fix the remuneration of the auditors.



**Secretary**  
**For and on behalf of Jarvis Secretaries Limited.**

