

SC286013

WRITTEN ELECTIVE RESOLUTIONS OF

SF 2046 LIMITED

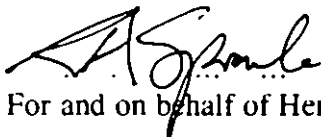
We, the undersigned, being the members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolutions as Elective Resolutions and agree that the said resolutions shall, pursuant to Section 381A of the Companies Act 1985, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved

- 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 2006 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.
- 3 THAT pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to reappoint Auditors annually.

Date 24<sup>th</sup> August 2006

Signed



For and on behalf of Herd Estates Limited

