

COMPANY NUMBER: 3051198

THE COMPANIES ACT 1985 TO 1989

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF OXFORD, SWINDON & GLOUCESTER  
CO-OPERATIVE ESTATES LIMITED

Written resolution

We, the undersigned, being all the members of the Company who, at the date of this Resolution, would be entitled to attend and vote at General Meetings of the Company HEREBY PASS the undermentioned Resolutions numbered 1 and 2 as Elective Resolutions in accordance with Section 379A of the Companies Act 1985 ("the Act") and agree that the said Resolutions shall, for all purposes, be as valid and effective as if the same had been passed by us all at a General Meeting of the Company duly convened and held:-

1. Election of dispense with Annual General Meeting

THAT pursuant to Section 366A of the Act the Company hereby elects to dispense with the holding of Annual General Meetings for 1998 and subsequent years until this election is revoked.

2. Election to dispense with the laying of accounts and reports before a General Meeting

THAT pursuant to Section 252 of the Act the Company hereby elects to dispense with the laying of accounts and reports before the Company in General Meeting.

*J E Allison*  
27th January 1998.

