Company no.: 02992250

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

(Pursuant to Section 379A of the Companies Act 1985)

of

Rathbone Street Limited

(Passed on 14 June 1999)

At the EXTRAORDINARY GENERAL MEETING of the above Company duly convened and held at 13 Highpoint Business Village, Henwood, Ashford, Kent, TN24 8DH on 14 June 1999 the following resolutions were duly passed as Elective Resolutions of the Company by all members entitled to attend and vote at the Meeting:

- 1. That in accordance with section 366a of the Companies Act 1985, the Company shall dispense with the holding of annual general meetings.
- 2. That in accordance with section 252 of the Companies Act 1985, the Company shall dispense with the laying of accounts and reports before the Company in general meeting.
- 3. That in accordance with section 386 of the Companies Act 1985, the Company shall dispense with the obligation to appoint auditors annually.

Chairman

A15 *APQ1IHG5* 604
COMPANIES HOUSE 24/06/99