

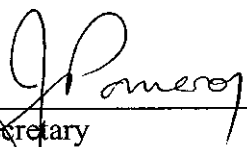
Company No 2865476

**The Companies Act 1985**  
**COMPANY LIMITED BY SHARES**  
**ELECTIVE RESOLUTIONS**  
**of**  
**WESTON MEDICAL LIMITED**

At an Annual General meeting of Weston Medical Limited held on 18 October 2000 the following resolutions were duly passed to take effect as elective resolutions pursuant to section 397A of the Act.

**ELECTIVE RESOLUTIONS**

1. THAT the provision 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 hereby 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.

  
Secretary

