

09 - 11 - 96

Company Number: 3085853

THE COMPANIES ACT 1985

Company Limited by Shares

**ELECTIVE RESOLUTIONS**

OF

**MOSSCLOSE LIMITED**

Passed on 4 November 1996

Written Resolutions of the members of the above-named Company passed on 4 November 1996:-

**ELECTIVE RESOLUTIONS:**

1. THAT in accordance with Section 252 of the Act, the Company hereby elects (subject to the provisions of the Act) to dispense with the laying of Accounts and Reports before the Company in General Meeting.
2. THAT in accordance with Section 386 of the Act the Company hereby elects (subject to the provisions of the Act) to dispense with the obligation to appoint Auditors annually.
3. THAT in accordance with Section 366A of the Act the Company hereby elects (subject to the provisions of the Act) to dispense with the holding of Annual General Meetings.
4. THAT in accordance with Section 80A of the Act the Company hereby elects (subject to the provisions of the Act) that the provisions of Section 80A of the Act shall apply to any authority given on or after the date of this Resolution to the Directors of the Company pursuant to Section 80 of the Act to allot relevant securities (within the meaning of Section 80(2) of the Act) of the Company AND THAT Sections 80(4) and (5) of the Act shall not apply to any such authority.
5. THAT in accordance with Section 379A of the Act the Company hereby elects (subject to the provisions of the Act), that the provisions of Sections 369 and 378 of the Act shall have effect in relation to the Company as if for each reference to "95 per cent." in Sections 369(4) and 378(3) of the Act there was substituted a reference to "90 per cent.".

For and on behalf of  
Mossberry Limited

.....  
Authorised signatory

