

Number of 9431525.  
Company

*The Companies Act 1985*

COMPANY LIMITED BY SHARES

## Elective Resolution

*(Pursuant to s. 379(A) of the Companies Act 1985)*

OF

GILLS MEAT PRODUCTS LIMITED

Passed 3 MARCH, 1999.

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at the registered office

on the third day of March, 1999, the subjoined ELECTIVE RESOLUTIONS were duly passed, viz.:—

### RESOLUTION



- 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 1999 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.

Signature.....

*A. R. Payer*  
*ccm*

To be signed by the  
Chairman, a Director, or  
the Secretary of the  
Company.

NOTE:—To be filed within 15 days after the passing of the Resolution(s).

[P.T.O.]

Section 379A of the Companies Act 1985 provides as follows: —

- (1) An election by a private company for the purposes of —
  - (a) section 80A (election as to duration of authority to allot shares),
  - (b) section 252 (election to dispense with laying of accounts and reports before general meeting),
  - (c) section 366A (election to dispense with holding of annual general meeting),
  - (d) section 369(4) or 378(3) (election as to majority required to authorise short notice of meeting), or
  - (e) section 386 (election to dispense with appointment of auditors annually),

shall be made by resolution of the company in general meeting in accordance with this section.

Such a resolution is referred to in this Act as an “elective resolution”.

- (2) An elective resolution is not effective unless —
  - (a) at least 21 days’ notice in writing is given of the meeting, stating that an elective resolution is to be proposed and stating the terms of the resolution, and
  - (b) the resolution is agreed to at the meeting, in person or by proxy, by all the members entitled to attend and vote at the meeting.
- (3) The company may revoke an elective resolution by passing an ordinary resolution to that effect.
- (4) An elective resolution shall cease to have effect if the company is re-registered as a public company.
- (5) An elective resolution may be passed or revoked in accordance with this section, and the provisions referred to in subsection (1) have effect notwithstanding any contrary provision in the company’s articles of association.

NOTE. —The Registrar of Companies is prepared to accept copy resolutions or agreements if produced to a standard which is legible and can be reproduced to an adequate standard for presentation to the public in microfiche or photocopied format.