

01-08-95

No.2457584

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

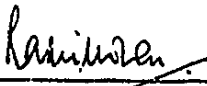
ALEXANDER DREW & SONS LIMITED

(Effective 29th June 1995)

The following resolutions were duly agreed to by the members of the Company in accordance with section 381A of the Companies Act 1985 ("the Act") as Special Resolutions, with effect from 29th June 1995:

THAT:

- (a) pursuant to section 252 of the Act, the Company elects to dispense with the laying of the Company's accounts and reports before the Company in general meeting in 1996 and subsequent years;
- (b) pursuant to section 366A of the Act, the Company elects to dispense with the holding of annual general meetings in 1996 and subsequent years; and
- (c) pursuant to section 386 of the Act, the Company elects to dispense with the obligation to appoint auditors annually.



CHAIRMAN

