SWAN HILL GROUP PLC

Extract of Minutes of the One Hundred and Third
ANNUAL GENERAL MEETING

Held at The Howard Hotel, Temple Place, London, WC2R 2PR on Wednesday, 7th June 2000 at 12.00 noon

RESOLUTION 8 - Directors' authority to allot shares

On the motion of the Chairman, **IT WAS RESOLVED** (with one vote against), as an Ordinary Resolution that the authority conferred on the Directors by Article 9.2 of the Company's Articles of Association be renewed for the period ending on the date of the annual general meeting in 2001 or 7th September 2001, whichever is the earlier, and for such period the Section 80 amount shall be £5,038,841.

The Proxies cast were: 25 million in favour; 69,000 against.

Certified True Copy

A G CONFAVREUX

Group Company Secretary SWAN HILL GROUP PLC

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AS1 COMPANIES HOUSE 17/06/00