

Number: 191031

THE COMPANIES ACTS 1985 – 1989

COMPANY LIMITED BY SHARES

RESOLUTIONS

of

ALFRED DUNHILL LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held at 50 Jermyn Street, London, SW1Y 6LX on 25 January 2005, the following resolutions were passed:

ORDINARY RESOLUTIONS

1. THAT the authorised share capital of the Company be increased from £80,000,000 to £125,000,000 by the creation of a further 45,000,000 ordinary shares of £1.00 each, ranking pari passu with the existing shares of the Company.
2. THAT the Directors have general and unconditional authority, pursuant to section 80A of the Companies Act 1985, to exercise all powers of the Company to allot relevant securities for an indefinite period, AND THAT the maximum amount of relevant securities which may be allotted pursuant to the authority is the amount of authorised but as yet unissued share capital of the Company at the date of the adoption of this resolution or, where the authority is renewed, at the date of that renewal.


.....
Director

25.1.05.....
Date



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COMPANIES HOUSE

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01/02/05