

No 214436

The Companies Act 1985

PUBLIC COMPANY LIMITED BY SHARES

Special Resolution

of

MARKS AND SPENCER p.l.c.

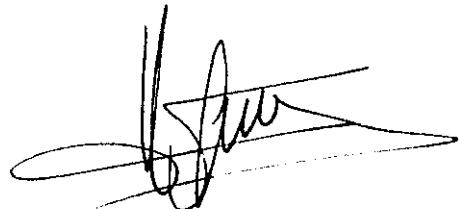
Passed 19th July 2000

At the ANNUAL GENERAL MEETING of the above named Company, duly convened and held at The Royal Festival Hall on The South Bank, Belvedere Road, London SE1 8XX on 19th July 2000 the following RESOLUTION was duly passed, viz:

SPECIAL RESOLUTION

THAT the authority conferred on the directors by Article 11(B) of the Company's Articles of Association be renewed for the period ending on the date of the Annual General Meeting in 2001 or on 18 October 2001, whichever shall be the earlier, and for such period:

- (a) "the Section 80 Amount" shall be £81,250,000;
- (b) "the Section 89 Amount" shall be £35,932,341.



LUC VANDEVELDE
Chairman

