

Registered Number : 221104

**The Companies Acts 1908 to 1917  
The Companies Acts 1985 to 1989**

---

**COMPANY LIMITED BY SHARES**

---

**ELECTIVE RESOLUTIONS**

**of**

**B.A.T SERVICES LIMITED**

**Passed on 21st December 2004**

At an Annual General Meeting of the Company, duly convened and held at Globe House, 4 Temple Place, London WC2, on Tuesday, the 21st December 2004, the following resolutions were duly passed as ELECTIVE RESOLUTIONS :

"THAT, pursuant to Section 252 of the Companies Act 1985, the Directors, in respect of this and subsequent financial years, shall not be required to lay copies of the Company's annual report and accounts before the Company in general meeting."

"THAT, pursuant to Section 366A of the Companies Act 1985, the Company shall in 2005 and subsequent years dispense with the holding of annual general meetings."

"THAT, pursuant to Section 386 of the Companies Act 1985, the Company shall not appoint Auditors annually and that, while this election remains in force, the remuneration of the Auditors shall be fixed by the Directors."

"THAT, pursuant to Section 80(1) of the Companies Act 1985, the Company elects that the provisions of Section 80A of that Act apply instead of the provisions of Sections 80(4) and 80(5) in relation to the giving or the renewal, after the passing of this resolution, of an authority to allot shares."



.....  
CHAIRMAN

