

COMPANY NO: 229606

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

**ORDINARY AND SPECIAL RESOLUTIONS**

of

BhS plc

**Passed this 29th day of September 1998**

At an extraordinary general meeting of BhS plc held on 29th September 1998 at Marylebone House, 129-137 Marylebone Road, London Nw1 5QD the resolution numbered 1 was proposed and passed as an ORDINARY RESOLUTION and resolutions numbers 2 and 3 were proposed and passed as SPECIAL RESOLUTIONS:

**ORDINARY RESOLUTION:**

1. That the authorised share capital of the company shall be £60,400,000 divided into 241,600,000 ordinary shares of 25p each.

**SPECIAL RESOLUTIONS:**

2. Article 3. (A) to read:

“3. The capital of the Company pursuant to an ordinary resolution of the Company dated 29th September 1998, is £60,400,000 divided into 241,600,000 ordinary shares of 25p each.

3. To delete article 3 (B) of the Company's Articles of Association.

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G A Johnson  
Secretary

