

Company Number: 464950

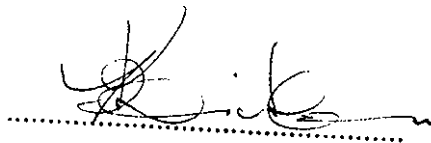
RESOLUTION OF GRAND METROPOLITAN HOLDINGS LIMITED

At an Extraordinary General Meeting of the above named Company duly convened and held on 21st December, 1995 the following Resolutions were duly passed:

SPECIAL RESOLUTION

1. THAT:

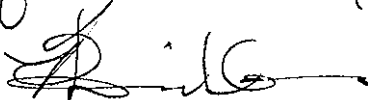
- (A) the deed of release, in the form produced to the meeting, by the Company releasing the holders of the "A" Cumulative Redeemable Preference Shares of £1 each and the "B" Cumulative Redeemable Preference Shares of £1 each of the Company from any liability they may have, and waiving in favour of such Shareholders any claims the Company may have, in connection with distributions made by the Company to such Shareholders on 31st October, 1995, be hereby approved;
- (B) the deed of release, in the form produced to the meeting, by the Company releasing the Directors of the Company from any liability they may have, and waiving in favour of the Directors any claims the Company may have, in connection with distributions made by the Company on 31st October, 1995, be hereby approved.



Chairman

28 December 1995

Certified a true copy



BEWICKHAM
(Director)

