YATES BROTHERS WINE LODGES PLC COMPANY No. 478794

ORDINARY RESOLUTION

At the Annual General Meeting of the members of the above named Company duly convened and held at The Pack Horse Hotel, Bradshawgate, Bolton on the 16th July 1998 the following ordinary resolution was duly passed:-

THAT the directors of the Company be and they are hereby generally and unconditionally authorised and empowered during the period expiring at the conclusion of the next Annual General Meeting of the Company after the passing of this resolution to exercise all powers of the Company to allot relevant securities as defined in Section 80 of the Companies Act 1985 ("the Act") and to make an offer or agreement which would or might require relevant securities to be allotted after that date, so long as the nominal value of the relevant securities allotted under this authority shall not exceed £5,930,723.

Company Secretary

COMPANIES HOUSE 08/10/98