

569988



COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS OF
GROSVENOR ESTATE INTERNATIONAL INVESTMENTS
LIMITED

Pursuant to Section 381B of the Companies Act 1985 (as amended by the Companies Act 1989), we, the undersigned, being all the members of the Company having the right to vote at general meetings or authorised agents of such members signify our assent to the passing of the resolutions set out below to the effect that such resolutions shall be deemed to be as effective as if they had been passed at a general meeting of the Company duly convened and held.

RESOLUTIONS

1. That, pursuant to Section 252 of the Companies Act 1985 (as amended by the Companies Act 1989), the directors in respect of this and subsequent financial years shall not, and they shall not be required, to lay before the Company in general meeting copies of the Company's annual accounts, the directors' report and the auditors' report on those accounts.
2. That, pursuant to Section 366A of the Companies Act 1985 (as amended by the Companies Act 1989), the Company shall not in subsequent years hold annual general meetings.
3. That, pursuant to Section 386 of the Companies Act 1985 (as amended by the Companies Act 1989), the Company shall not appoint its auditors annually.

[Signature]
.....
for and on behalf of
Grosvenor Estate Holdings

[Signature]
.....
for and on behalf of
Grosvenor Estate Belgravia

Dated 10/1/96

Dated 10/1/96

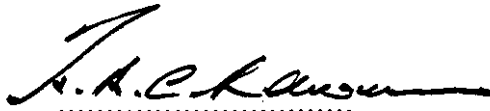
THE TRUSTEES OF SIXTH DUKE OF WESTMINSTER'S 1971 SETTLEMENT:

[Signature]
.....
John Richard Sclater

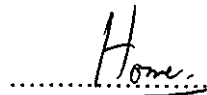
[Signature]
.....
Sir Richard Baker Wilbraham Bt DL

Dated 10/1/96

Dated 10/1/96



Hugh Alexander Cromer Edwards



The 15th Earl of Home CBE

Dated 16/1/96

Dated 16/1/96