

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION  
of  
THE MERCHANT VINTNERS COMPANY LIMITED  
Company Number: 911202  
("the Company")

We, the undersigned, being all the Members for the time being of the Company entitled to receive notice of and to attend and vote at General Meetings hereby unanimously pass the following Resolution as a Written Resolution and hereby agree that the said Resolution shall pursuant to Regulation 53 of Table A of the Companies (A-F) Regulations 1985 (incorporated into the Company's Articles of Association) for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

**RESOLUTION**

**IT WAS RESOLVED** that the Directors are unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot the Company's shares in the manner set out in Article 3(a) of the Company's Articles of Association and otherwise to such persons, on such terms and in such manner as the Directors think fit, up to the current total authorised unissued share capital of the Company at any time during the period of five years from the date hereof.

**DATED**

*29 October*

2003

*Alan P. [Signature]*

For and on behalf of

*Adnams Plc*



COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION  
of  
THE MERCHANT VINTNERS COMPANY LIMITED  
Company Number: 911202  
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**DATED**

29 OCTOBER

2003



.....  
For and on behalf of

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION  
of  
THE MERCHANT VINTNERS COMPANY LIMITED  
Company Number: 911202  
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**DATED**

29 October

2003



.....  
For and on behalf of

Mahirum Coen Ltd

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION

of

THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

("the Company")

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**DATED**

29 October

2003

For and on behalf of

*John Frazier*  
*John Frazier*

**COMPANIES ACTS**  
**REGULATION 53 COMPANIES ACT 1985 TABLE A**  
**WRITTEN RESOLUTION**  
**of**  
**THE MERCHANT VINTNERS COMPANY LIMITED**

**Company Number: 911202**

**("the Company")**

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**RESOLUTION**

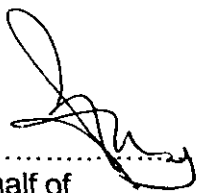
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**DATED**

*24 October*

2003

.....  
For and on behalf of



*GM VINTNERS*

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION  
of  
THE MERCHANT VINTNERS COMPANY LIMITED  
Company Number: 911202  
("the Company")

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**DATED**

*24 October*

2003

*JL*

.....  
For and on behalf of

*HAYNES HADSON & GARRAL*

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION

of

THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

("the Company")

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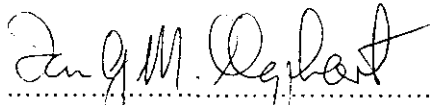
**RESOLUTION**

**IT WAS RESOLVED** that the Directors are unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot the Company's shares in the manner set out in Article 3(a) of the Company's Articles of Association and otherwise to such persons, on such terms and in such manner as the Directors think fit, up to the current total authorised unissued share capital of the Company at any time during the period of five years from the date hereof.

**DATED**

*29 October*

2003

  
.....  
For and on behalf of  
*GORDON & MACPHERAIL*

**COMPANIES ACTS**  
**REGULATION 53 COMPANIES ACT 1985 TABLE A**  
**WRITTEN RESOLUTION**

of

**THE MERCHANT VINTNERS COMPANY LIMITED**

Company Number: 911202

("the Company")

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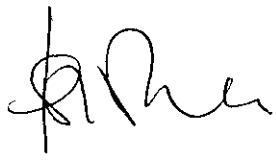
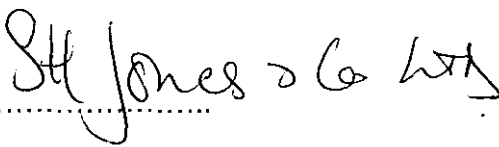
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**DATED**

2003

29/10/

   
.....  
For and on behalf of



**COMPANIES ACTS**  
**REGULATION 53 COMPANIES ACT 1985 TABLE A**  
**WRITTEN RESOLUTION**  
**of**  
**THE MERCHANT VINTNERS COMPANY LIMITED**

Company Number: 911202

("the Company")

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**DATED**

29 October

2003



For and on behalf of

LANCHESTER wine company Ltd

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION  
of  
THE MERCHANT VINTNERS COMPANY LIMITED  
Company Number: 911202  
("the Company")

We, the undersigned, being all the Members for the time being of the Company, entitled to receive notice of and to attend and vote at General Meeting, do hereby unanimously pass the following Resolution as a Written Resolution and hereby declare that the said Resolution shall pursuant to Regulation 53 of Table A of the Companies Act (A-F) Regulations 1985 (incorporated into the Company's Articles of Association) for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

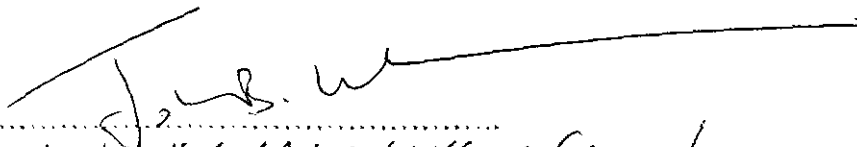
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**DATED**

29 October

2003

  
For and on behalf of LAY & WHEELER GROUP LTD

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION

of  
THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

("the Company")

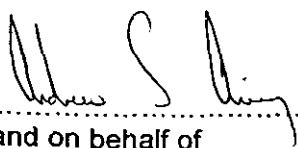
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**DATED**

29 October 2003

 DIRECTOR  
.....  
For and on behalf of

**A. G. PETERS LTD.**  
Beer Wine & Spirit Merchants  
BRISTOL AVENUE, BLACKPOOL  
FY2 0JF Tel: Blackpool 591431

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION  
of  
THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

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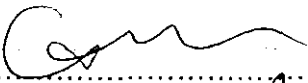
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**DATED**

*29 October*

2003

  
For and on behalf of

*BERNARD WINGCO*

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION  
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THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

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**DATED**

29 October

2003

D. R. Smith

For and on behalf of

LAURENCE SMITH & SON (EDINBURGH) LTD

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION

of

THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

("the Company")

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**DATED** 29 October 2003

OPearson  
For and on behalf of SONN STEPHENSON & SONS (NZ) LTD

**COMPANIES ACTS**  
**REGULATION 53 COMPANIES ACT 1985 TABLE A**  
**WRITTEN RESOLUTION**  
**of**  
**THE MERCHANT VINTNERS COMPANY LIMITED**  
**Company Number: 911202**  
**("the Company")**

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**DATED**

29 October

2003

  
.....  
For and on behalf of

MERCHANT VINTNERS LTD.

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A  
WRITTEN RESOLUTION  
of  
THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

("the Company")

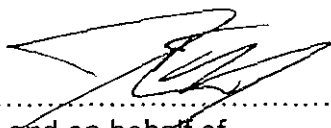
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**DATED**

*29 October* 2003



.....  
For and on behalf of

*House of Towns*



**COMPANIES ACTS**  
**REGULATION 53 COMPANIES ACT 1985 TABLE A**  
**WRITTEN RESOLUTION**

of  
**THE MERCHANT VINTNERS COMPANY LIMITED**

Company Number: 911202

("the Company")

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**DATED**

*29 October*

2003



.....  
For and on behalf of

*Wallaces of Ayr Ltd.*

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A

WRITTEN RESOLUTION

of

THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

("the Company")

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DATED

29 October 2003

 Weaver of Nottingham

.....  
For and on behalf of

COMPANIES ACTS  
REGULATION 53 COMPANIES ACT 1985 TABLE A

WRITTEN RESOLUTION

of

THE MERCHANT VINTNERS COMPANY LIMITED

Company Number: 911202

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DATED

29 October

2003



For and on behalf of

WESERVICE (NICHOLAS HILLMAN)