



THE COMPANIES ACTS 1985 TO 1989

ORDINARY AND SPECIAL RESOLUTIONS

OF

CREIGHTON'S NATURALLY plc ("the Company")

Company Number 1227964

PASSED: 30TH SEPTEMBER 1997

At an Extraordinary General Meeting of the Company held on 30th September 1997:

1. The following resolution was passed as an Ordinary Resolution:

That the authorised share capital of the Company be increased from £4,200,000 divided into 21,000,000 ordinary shares of 20p each to £5,000,000 divided into 25,000,000 ordinary shares of 20p each by the creation of additional 4,000,000 ordinary shares of 20p, to rank pari passu in all respects with the existing ordinary shares of 20p each in the capital of the Company.

2. The following resolution was passed as an Ordinary Resolution:

"That, in terms of Article 20 of the Company's Articles of Association, the directors of the Company be and they are hereby generally and unconditionally authorised for the purposes of Section 80 of the Companies Act 1985 to allot relevant securities (within the meaning of the said Section 80) of the Company up to an aggregate nominal value of £1,024,695.40 provided that this authority shall expire on the fifth anniversary of the passing of this resolution unless previously renewed, varied or revoked by the Company in general meeting and provided that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the directors may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired, this authority to replace any existing like authority given prior to the date hereof which is hereby revoked with immediate effect".

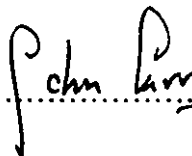
3. The following resolution was passed as a Special Resolution:

"That, without prejudice to any existing powers, in terms of Article 21 of the Company's Articles of Association, the directors of the Company be and they are hereby empowered pursuant to Section 95 of the Companies Act 1985 to allot equity securities (within the meaning of Section 94 of the said Act) for cash pursuant to the authority conferred upon them by Section 80 of the said

Act by resolution 2 above as if Section 89(1) of the said Act did not apply to any such allotment provided that this power shall be limited:

- (a) to the allotment of equity securities in connection with a rights issue in favour of ordinary shareholders where the equity securities respectively attributable to the investments of all ordinary shareholders are proportionate (as nearly as may be) to the respective numbers of ordinary shares held by them; and
- (b) to the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities up to an aggregate nominal value of £198,765;

and shall expire on the earlier of the date which is fifteen months after the date of the passing of this resolution and the date of the next annual general meeting of the Company after the passing of this resolution save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the directors may allot equity securities in pursuance of such an offer or agreement as if the power conferred hereby had not expired and so that all previous authorities of the directors pursuant to Section 95 of the said Act be and are hereby revoked."

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Chairman