

No: 1314650

THE COMPANIES ACT 1985

PRIVATE COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

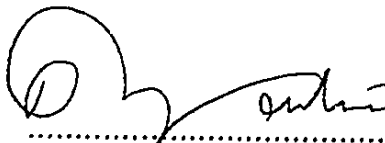
OF

COOMBE FARM FOODS HOLDINGS LIMITED

We, the undersigned, being the sole member of the above named Company for the time being entitled to attend and vote at a general meeting of the Company, HEREBY RESOLVE as follows (and so that the following resolutions shall for all purposes be valid and effective as if they had been passed as elective resolutions at a General Meeting of the Company duly convened and held):

Elective Resolutions

1. THAT the Company hereby elects, pursuant to Section 252 of the Companies Act 1985, to dispense with the laying of accounts and reports before the Company in general meeting.
2. THAT the Company hereby elects, pursuant to Section 366A of the Companies Act 1985, to dispense with the holding of annual general meetings.
3. THAT the Company hereby elects, pursuant to Section 386 of the Companies Act 1985, to dispense with the obligation to appoint auditors annually.


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DAIRY CREST LIMITED
by its duly authorised representative

18th July 1996
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Date

