

14/4/89

THE COMPANIES ACTS 1985 AND 1989

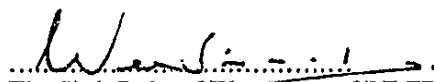
UNLIMITED COMPANY HAVING A SHARE CAPITAL

WRITTEN RESOLUTIONS OF
GROSVENOR ESTATE HOLDINGS

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.

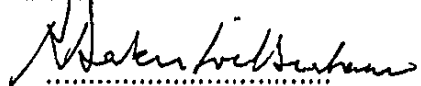

RESOLUTIONS

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.


The Sixth Duke of Westminster OBE TD DL

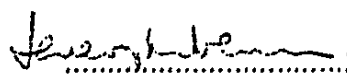
Dated 23/1/89

THE TRUSTEES OF FOURTH DUKE OF WESTMINSTER'S 1965 SETTLEMENT

 
Sir Richard Baker Wilbraham Bt DL Hugh Alexander Cromar Edwards

Dated 23/1/89

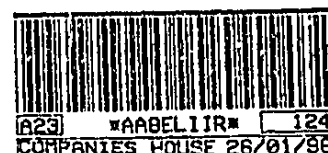
Dated 23/1/89


Jeremy Henry Moore Newsum


The 15th Earl of Home CBE


Dated 23/1/89

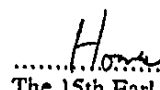
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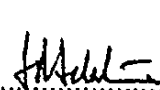
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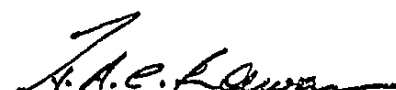
THE TRUSTEES OF FIFTH DUKE OF WESTMINSTER'S 1965 SETTLEMENT


 John Nigel Courtenay James CBE


 The 15th Earl of Home CBE

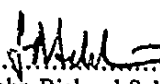
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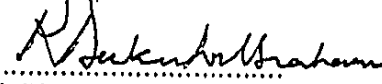

 John Richard Slater


 Hugh Alexander Cromar Edwards

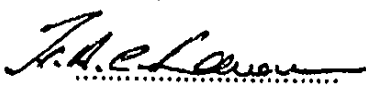
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
THE TRUSTEES OF SIXTH DUKE OF WESTMINSTER'S 1971 SETTLEMENT


 John Richard Slater


 Sir Richard Baker Wilbraham Bt DL


Dated 23/1/96 Dated 23/1/96

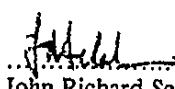

 Hugh Alexander Cromar Edwards


 The 15th Earl of Home CBE

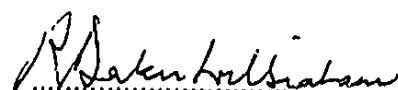
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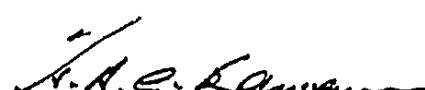
THE TRUSTEES OF SIXTH DUKE OF WESTMINSTER'S 1974 SETTLEMENT


 John Nigel Courtenay James CBE


 John Richard Slater

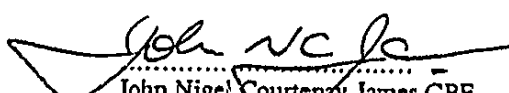
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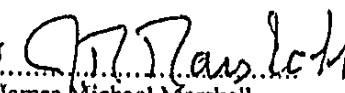

 Sir Richard Baker Wilbraham Bt DL


 Hugh Alexander Cromar Edwards

Dated 23/1/96 Dated 23/1/96

THE TRUSTEES OF ANNE, DUCHESS OF WESTMINSTER'S SETTLED LIFE FUND


 John Nigel Courtenay James CBE


 James Michael Marshall

Dated 23/1/96 Dated 23/1/96