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No.

THE COMPANIES ACT 1985

COMPANY LIMITED BY SHARES

RESOLUTION

of

National Packaging Group PLC

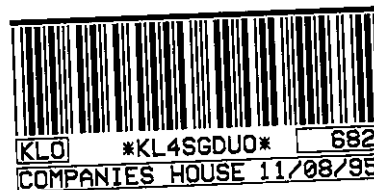
(Passed 8 August 1995)

At an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened and held at The Coach House, 173 Sheen Lane, London SW14 8NA on ~~24 July~~ 8th August 1995 at [10.15] am/pm the following resolution was passed as a Special Resolution.

SPECIAL RESOLUTION

THAT notwithstanding any defect or irregularity in the Company's Articles of Association, the resolutions approved by the Company's Board of Directors at their meeting on ~~24 July~~ 8th August 1995 shall be, and shall deemed since the date of such meeting to have been, ratified and approved.

.....
Chairman



TAX1/B452.1/NPA/NPA