

No: 2512932

The Companies Act 1985 to 1989

COMPANY LIMITED BY SHARES

RESOLUTION

of

LE PONT DE LA TOUR LIMITED

We, the undersigned, being all the members of the Company who at the date of this Resolution would be entitled to attend and vote at a general meeting of the Company, pursuant to section 381A Companies Act 1985 (as amended) and Regulation 54 of Table A, HEREBY RESOLVE as a SPECIAL RESOLUTION as follows:-

SPECIAL RESOLUTION

THAT the terms of an agreement to be entered into between (1) Conran Finance Limited (2) the Company and others and (3) National Westminster Bank Plc in the form supplied to the members of the Company when this Special Resolution was supplied to them for signature, and the transactions to which the Company is a party contemplated thereby be and are hereby approved and the Directors be authorised and directed to enter into the said agreement on behalf of the Company.

Dated 25 August 1998

For Conran Holdings Limited

D.C.Burke

