

COMPANY NO. 02792411

HALCYON ELECTRICS LIMITED

(the *Company*)

SOLE MEMBER'S WRITTEN RESOLUTION

In accordance with section 381A of the Companies Act 1985, **WE**, the sole member of the Company who at the date of this resolution would be entitled to attend and vote at a general meeting of the Company, **DECLARE** that the following resolution shall have effect as if passed by the Company in general meeting as a special resolution and accordingly **WE RESOLVE**:

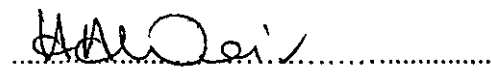
THAT the capital of the Company be reduced by cancelling 1,600,000,000 issued ordinary shares of £1 each.


On behalf of Kingfisher plc

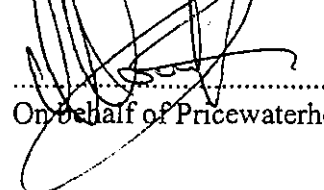
10 March 2003

Note

A copy of this resolution was sent to the Company's auditors, PricewaterhouseCoopers, on 7 March 2003 pursuant to s381B Companies Act 1985.


on behalf of Halcyon Electrics Limited

We the auditors of the Company, confirm that we received a copy of this resolution on 7 March 2003

 (NIGEL J HOWLETT, PARTNER)
On behalf of PricewaterhouseCoopers LLP

