

2898824

Registered Number: 289824

The Companies Acts 1985 to 1989

COMPANY LIMITED BY SHARES

ELECTIVE RESOLUTIONS

of

**BRITISH AMERICAN TOBACCO INVESTMENTS
(CENTRAL & EASTERN EUROPE) LIMITED**

Passed on 2nd December 2003

At the Annual General Meeting of the Company, duly convened and held at Globe House, 1 Water Street, London WC2, on Tuesday, 2nd December 2003 at 9.10 a.m., the following resolutions were duly passed as ELECTIVE RESOLUTIONS:

"THAT, pursuant to Section 252 of the Companies Act 1985, the Directors, in respect of this and subsequent financial years, shall not be required to lay copies of the Company's annual report and accounts before the Company in general meeting."

"THAT, pursuant to Section 366A of the Companies Act 1985, the Company shall in 2004 and subsequent years dispense with the holding of annual general meetings."

"THAT, pursuant to Section 386 of the Companies Act 1985, the Company shall not appoint Auditors annually and that, while this election remains in force, the remuneration of the Auditors shall be fixed by the Directors."

K. W. W. W.

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DIRECTOR

