

Company number  
2969065



THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
OF  
NAMPAK HOLDINGS (UK) LIMITED

The sole member of the company passes the following resolution:

That:

1. the company be re-registered as a public limited company pursuant to the provisions of section 43 of the Companies Act 1985;
2. the memorandum of association of the company be altered by:
  - (1) the insertion of a new clause immediately after the existing clause 1 which shall state "The Company is to be a public limited company."; and
  - (2) the re-numbering of existing clauses 2, 3, 4, and 5 a clauses 3, 4, 5 and 6 respectively

all as set out in the document marked "A" attached hereto; and
3. the name of the company be changed to "Nampak Holdings (UK) PLC".

  
.....  
For Nampak International Limited

Date: 14 October 1999

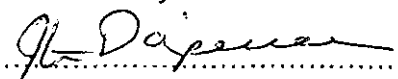
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Company number  
2969065

THE COMPANIES ACT 1985  
COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
OF  
NAMPAK HOLDINGS (UK) LIMITED

The sole member of the company passes the following resolution:

That the articles of association of the company be altered by the substitution, in article 11, of the word "one" by the word "two".

  
.....  
For Nampak International Limited

Date: <sup>14</sup>/<sub>15</sub> October 1999  
T.M.H.

CO:666510.1