

Registered Number : 3258181

**The Companies Acts 1985 to 1989**

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**COMPANY LIMITED BY SHARES**

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**ELECTIVE RESOLUTIONS**

**of**

**B.A.T YUNNAN LIMITED**

**Passed on 22nd August 2003**

At an Annual General Meeting of the Company, duly convened and held at Globe House, 4 Temple Place, London WC2, on Friday 22nd August 2003 at 2:00 p.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."

  
.....  
DIRECTOR

