No. of Company 3422701

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THE COMPANIES ACT 1985 COMPANY LIMITED BY SHARES

RESOLUTION

- of -

PRECIS (1578) LIMITED

(passed on 20th February 1998)

At an Extraordinary General Meeting of the Company duly convened and held at Exchange House, Primrose Street, London EC2A 2HS on **20th** February 1998 the following resolutions were duly passed by the Company as special resolutions:-

SPECIAL RESOLUTIONS

- (1) **THAT** the name of the Company be changed to British American Tobacco (1998) Limited.
- (2) **THAT** the Articles of Association of the Company be amended by the addition of the following:
 - 15. For the purposes of these Articles any Director who is able (directly or by telephonic communication) to speak and be heard by each of the other Directors present or deemed to be present at any meeting of the Directors, shall be deemed to be present in person at such meeting and shall be entitled to vote or be counted in the quorum accordingly. Such meeting shall be deemed to take place where the largest group of those participating is assembled, or, if there is no such group, where the chairman of the meeting then is.

CHAIRMAN

1/c £10011 cc 034146

