

Company Number: 3487609

PORTLAND CERAMICS LIMITED

We, the undersigned, being the sole member of the Company who at the date hereof is entitled to receive notice of and vote at a general meeting of the Company, HEREBY RESOLVE AS Follows:

1 AS AN ORDINARY RESOLUTION

THAT the authorised share capital of the Company be increased from £1,101,000 divided into 1,101,000 ordinary shares of £1 each to £2,000,000 by the creation of 899,000 additional ordinary shares of £1 each.

2 AS AN ORDINARY RESOLUTION

THAT, subject to the passing of Ordinary Resolution 1, the directors be and are hereby authorised to allot relevant securities within the meaning of section 80 of the Companies Act 1985 up to the aggregate nominal value of £1,199,900 such allotment to be made within 12 months of the date of this resolution.

Signature:

Spence

Company Secretary

Duly authorised for
And on behalf of :

Boots The Chemists Limited

Date of Signature

28/9/05

