

**THE COMPANIES ACT 1985 and THE COMPANIES ACT 1989**

**PUBLIC COMPANY LIMITED BY SHARES**

**SELFRIDGES PLC**

**Certified copy of the Resolutions passed at the  
Extraordinary General Meeting of Selfridges plc held at  
40 Duke Street, London W1A 1AB at 3.00 p.m. on 3 November 2003**

**SPECIAL RESOLUTIONS**

1. THAT pursuant to the provision of section 53 of the Companies Act 1985 as amended (the "Act"), all the members give their unanimous consent that the Company be re-registered as a private company with immediate effect or such other date as may be approved by the Registrar of Companies; and
  2. THAT the Company's name shall be changed to "Selfridges & Co. Limited"; and
  3. THAT the provisions of the Memorandum of Association of the Company be altered:
    - (i) by deleting the name of the Company in Clause 1 and substituting therefore the name "Selfridges & Co. Limited";
    - (ii) by deleting Clause 2 and substituting therefore with the following new Clause 2:

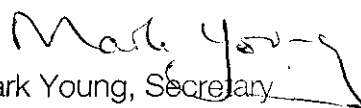
"2. The Company is to be a private company",
- and that the printed document, incorporating the altered provisions above, submitted to this meeting and for the purpose of identification signed by the chairman hereof be approved and adopted as the duly amended Memorandum of Association of the Company; and
4. THAT the regulations contained in the printed document submitted to this meeting and for the purpose of identification signed by the chairman hereof be approved and adopted as the Articles of Association of the Company in substitution for and to the exclusion of all the existing Articles.

**ELECTIVE RESOLUTION**

THAT, as an Elective Resolution in accordance with section 379A of the Act, the Company hereby elects:

5. THAT the provisions of section 80A of the Act shall apply, instead of the provisions of section 80(4) and 80(5) in relation to the giving or renewal after the passing of this resolution of an authority to the directors under section 80 (1) of the Act to allot relevant securities.

Certified as a true copy

  
Mark Young, Secretary  
3 November 2003

