

No. 3771147

THE COMPANIES ACT 1985

A PUBLIC COMPANY LIMITED BY SHARES

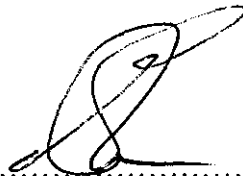
SPECIAL RESOLUTION

OF

ALLIED DOMECQ PLC

At the ANNUAL GENERAL MEETING of the company duly convened and held on 31 January 2002 at Le Meridien Grosvenor House Hotel, Park Lane, London, W1K 7TN, the following resolution was duly passed as a Special Resolution:-

"THAT the authority and power conferred by Article 9.3 of the articles of association of the company be granted until the earlier of the conclusion of the next Annual General Meeting and 15 months from the date of this Annual General Meeting and that for such period the Section 89 Amount shall be £13,344,629."



.....
Charles B Brown
Deputy Company Secretary

