

THE COMPANIES ACT 1985

A PUBLIC COMPANY LIMITED BY SHARES

ALLIED DOMECQ PUBLIC LIMITED COMPANY

At the ANNUAL GENERAL MEETING of the company duly convened and held on 28th January 2005 at the Landmark London Hotel, 222 Marylebone Road, London, NW1 6JQ the following resolutions were duly passed:

Ordinary Resolution 3

That the Directors' Remuneration Report for the year to 31 August 2004 on pages 46 to 53 of the Annual Report and Accounts and summarised on pages 27 to 31 of the Summary Financial Statement be received and approved.

Ordinary Resolution 9

That the authority and power conferred by Article 9.2 of the Articles of Association of the Company be renewed 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 80 Amount shall be £92,214,192.75.

Special Resolution 10

That the authority and power conferred by Article 9.3 of the Articles of Association of the Company be renewed 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 £13,832,128.75.

Special Resolution 11

That the Company be and is hereby generally and unconditionally authorised for the purposes of Section 166 of the Companies Act 1985 (the 'Act') to make one or more market purchases (within the meaning of Section 163(3) of the Act) on the London Stock Exchange of Ordinary Shares of 25p each in the capital of the Company provided that:

- (a) the maximum aggregate number of Ordinary Shares hereby authorised to be purchased is 110,657,031 (representing 10% of the Company's issued Ordinary Share capital);
- (b) the minimum price which may be paid for such shares is 25p per Ordinary Share (exclusive of expenses);
- (c) the maximum price (exclusive of expenses) which may be paid for an Ordinary Share shall not be more than 5% above the average of the middle market quotations for an Ordinary Share as derived from the London Stock Exchange Daily Official List for the five business days immediately preceding the date on which the Ordinary Share is purchased;



- (d) unless previously renewed, varied or revoked, the authority hereby conferred shall expire at the conclusion of the Company's next Annual General Meeting or 15 months from the date of passing this resolution, if earlier; and
- (e) the Company may make a contract or contracts to purchase Ordinary Shares under the authority hereby conferred prior to the expiry of such authority which will or may be executed wholly or partly after the expiry of such authority and may make a purchase of Ordinary Shares in pursuance of any such contract or contracts.

Ordinary Resolution 12

That Allied Domecq (Holdings) PLC, being a wholly-owned subsidiary of the Company, be and is hereby authorised in accordance with section 347C of the Companies Act 1985:

- (a) to make Donations to EU Political Organisations, not exceeding £80,000 in total ; and
- (b) to incur EU Political Expenditure, not exceeding £20,000 in total, during the period of 12 months beginning with the date of the passing of this Resolution .

In this Resolution, the expressions 'Donations', 'EU Political Organisations' and 'EU Political Expenditure' have the meanings set out in Part XA of the Companies Act 1985 (as amended by the Political Parties, Elections and Referendums Act 2000).

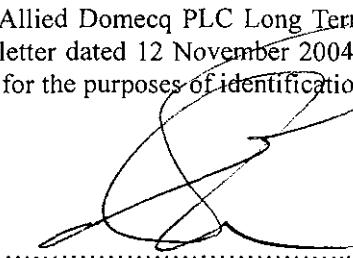
Ordinary Resolution 13

That:

- (a) the Rules of the Allied Domecq PLC Performance Share Plan 2005 (the 'PSP') referred to in the Chairman's Letter dated 12 November 2004 and produced in draft to this Meeting and for the purposes of identification initialled by the Chairman be approved, and the Directors be authorised to make such modifications to the PSP as they may consider necessary to take account of the requirements of the UK Listing Authority and best practice and to adopt the PSP as so modified and do all acts and things necessary to operate the PSP; and
- (b) the Directors be authorised to establish such further plans for the benefit of employees outside the UK, based on the PSP, subject to such modifications as may be necessary or desirable to take account of overseas securities laws, exchange controls and tax legislation provided that any shares made available under such further plans are treated as counting against any limits on individual participation or overall participation in the PSP.

Ordinary Resolution 14

That the changes to the Rules of the Allied Domecq PLC Long Term Incentive Scheme 1999 (the 'LTIS') referred to in the Chairman's letter dated 12 November 2004 and contained in the Rules of the LTIS produced to this Meeting and for the purposes of identification initialled by the Chairman be approved.



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Charles B Brown
Deputy Company Secretary

28th January 2005