

IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT

MR JUSTICE BLACKBURNE

WEDNESDAY the 1st day of SEPTEMBER 1999

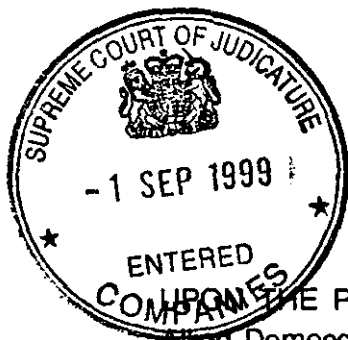


004595 of 1999

IN THE MATTER OF new ALLIED DOMECQ PLC
(now renamed Allied Domecq PLC)

- and -

IN THE MATTER OF THE COMPANIES ACT 1985



THE PETITION of the above-named new Allied Domecq PLC (now renamed Allied Domecq PLC) (the "**Company**") whose registered office is situate at 24 Portland Place, London W1N 4BB preferred unto this Court in the above matters on 12 July 1999

AND UPON HEARING Counsel for the Company

AND UPON READING the said Petition and the evidence

THIS COURT ORDERS that the reduction of the capital of the Company from £3,900,000,000 to £300,000,000 resolved on and effected by a Special Resolution passed at an Extraordinary General Meeting of the Company held on 28 July 1999 be and the same is hereby confirmed in accordance with the provisions of the above-mentioned Act

AND THIS COURT APPROVES the Minute set forth in the Schedule hereto

AND IT IS ORDERED:

- 1 that this Order be produced to the Registrar of Companies and that an office copy hereof be delivered to him together with a copy of the said Minute; and
- 2 that notice of the registration by the Registrar of Companies of this Order and of the said Minute be published once in the Times newspaper within 21 days after such registration



1 September 1999



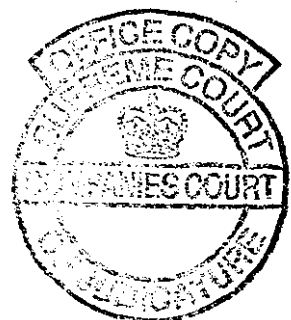
Schedule

Minute approved by the Court

"The capital of Allied Domecq PLC (formerly new Allied Domecq PLC) was by virtue of a Special Resolution and with the sanction of an Order of the High Court of Justice dated 1 September 1999 reduced from £3,900,000,000 divided into 1,200,000,000 ordinary shares of £3.25 each to £300,000,000 divided into 1,200,000,000 ordinary shares of 25 pence each. At the date of registration of this Minute ^{1,667,579,314} 1,060,466,232 of the said ordinary shares have been issued and are deemed to be fully paid up and the remainder are unissued."



PM





~~26 JUNE 1999~~

IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT

MR JUSTICE BLACKBURNE



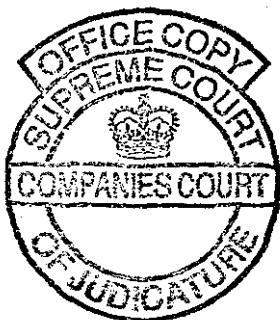
3d SEP 1999

Re: new ALLIED DOMEQ PLC
(now renamed Allied Domecq PLC)

- and -

Re: THE COMPANIES ACT 1985

ORDER
confirming reduction
of capital



Linklaters (DTL)
One Silk Street
London EC2Y 8HQ

Tel: 0171 456 2000
Fax: 0171 456 2222